


STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MINING

FORM 3

AMENDED REPORT ☒**APPLICATION FOR PERMIT TO DRILL**

2. TYPE OF WORK DRILL NEW WELL <input checked="" type="checkbox"/> REENTER P&A WELL <input type="checkbox"/> DEEPEN WELL <input type="checkbox"/>				1. WELL NAME and NUMBER 14X-22-46 DLB		
4. TYPE OF WELL Oil Well Coalbed Methane Well: NO				3. FIELD OR WILDCAT ALTAMONT		
6. NAME OF OPERATOR BILL BARRETT CORP				5. UNIT or COMMUNITIZATION AGREEMENT NAME		
8. ADDRESS OF OPERATOR 1099 18th Street Ste 2300, Denver, CO, 80202				7. OPERATOR PHONE 303 312-8164		
10. MINERAL LEASE NUMBER (FEDERAL, INDIAN, OR STATE) 20G0005608		11. MINERAL OWNERSHIP FEDERAL <input type="checkbox"/> INDIAN <input checked="" type="checkbox"/> STATE <input type="checkbox"/> FEE <input type="checkbox"/>		9. OPERATOR E-MAIL dspencer@billbarrettcorp.com		
12. SURFACE OWNERSHIP FEDERAL <input type="checkbox"/> INDIAN <input checked="" type="checkbox"/> STATE <input type="checkbox"/> FEE <input type="checkbox"/>				13. NAME OF SURFACE OWNER (if box 12 = 'fee')		
14. SURFACE OWNER PHONE (if box 12 = 'fee')				15. ADDRESS OF SURFACE OWNER (if box 12 = 'fee')		
16. SURFACE OWNER E-MAIL (if box 12 = 'fee')				17. INDIAN ALLOTTEE OR TRIBE NAME (if box 12 = 'INDIAN') Ute		
18. INTEND TO COMMINGLE PRODUCTION FROM MULTIPLE FORMATIONS YES <input type="checkbox"/> (Submit Commingling Application) NO <input checked="" type="checkbox"/>				19. SLANT VERTICAL <input type="checkbox"/> DIRECTIONAL <input checked="" type="checkbox"/> HORIZONTAL <input type="checkbox"/>		
20. LOCATION OF WELL	FOOTAGES	QTR-QTR	SECTION	TOWNSHIP	RANGE	MERIDIAN
LOCATION AT SURFACE	277 FSL 1055 FWL	SWSW	22	4.0 S	6.0 W	U
Top of Uppermost Producing Zone	660 FSL 1980 FWL	SESW	22	4.0 S	6.0 W	U
At Total Depth	660 FSL 1980 FWL	SESW	22	4.0 S	6.0 W	U
21. COUNTY DUCESNE		22. DISTANCE TO NEAREST LEASE LINE (Feet) 660		23. NUMBER OF ACRES IN DRILLING UNIT 640		
		25. DISTANCE TO NEAREST WELL IN SAME POOL (Applied For Drilling or Completed) 2750		26. PROPOSED DEPTH MD: 7311 TVD: 7180		
27. ELEVATION - GROUND LEVEL 7129		28. BOND NUMBER WYB000040		29. SOURCE OF DRILLING WATER / WATER RIGHTS APPROVAL NUMBER IF APPLICABLE Duchesne City Culinary Water Dock		

ATTACHMENTS**VERIFY THE FOLLOWING ARE ATTACHED IN ACCORDANCE WITH THE UTAH OIL AND GAS CONSERVATION GENERAL RULES**

<input checked="" type="checkbox"/> WELL PLAT OR MAP PREPARED BY LICENSED SURVEYOR OR ENGINEER	<input checked="" type="checkbox"/> COMPLETE DRILLING PLAN
<input type="checkbox"/> AFFIDAVIT OF STATUS OF SURFACE OWNER AGREEMENT (IF FEE SURFACE)	<input type="checkbox"/> FORM 5. IF OPERATOR IS OTHER THAN THE LEASE OWNER
<input checked="" type="checkbox"/> DIRECTIONAL SURVEY PLAN (IF DIRECTIONALLY OR HORIZONTALLY DRILLED)	<input checked="" type="checkbox"/> TOPOGRAPHICAL MAP
NAME Tracey Fallang	TITLE Regulatory Analyst
SIGNATURE	PHONE 303 312-8134
API NUMBER ASSIGNED 43013503510000	DATE 05/11/2010
APPROVAL	EMAIL tfallang@billbarrettcorp.com
 Permit Manager	

Proposed Hole, Casing, and Cement						
String	Hole Size	Casing Size	Top (MD)	Bottom (MD)		
Prod	8.75	5.5	0	7311		
Pipe	Grade	Length	Weight			
	Grade N-80 LT&C	7311	17.0			

Proposed Hole, Casing, and Cement						
String	Hole Size	Casing Size	Top (MD)	Bottom (MD)		
Surf	12.25	9.625	0	1100		
Pipe	Grade	Length	Weight			
	Grade J-55 ST&C	1100	36.0			

GRANT OF EASEMENT FOR RIGHT-OF-WAY

ROW Serial No. H62-2007-212

TAAMS ID NO.: 6RW2007212

BIA TRANSACTION NO.: 687-13-00212-07

Well Site & Access Road - 14-22-46 DLB

Page 1 of 2

KNOW ALL MEN BY THESE PRESENTS:

That the UNITED STATES OF AMERICA, as trustee for UTE INDIAN TRIBE acting by and through the Superintendent of the Uintah and Ouray Agency, as "Grantor", under authority contained in 209 DM 8 (39 F.R. 32166), 10 BIAM 3 (34 F.R.637) 230 DM 3 (20 F.R. 992) and Sec. 2.11 (34 F.R. 11109), pursuant and subject to the provisions of the Act of February 5, 1948 Stat. 17, (U.S.C. 323-328), and Part 169, Title 25, Code of Federal Regulations in consideration of:

ZERO, (\$0.00) - As per the terms and conditions contained in the Lake Canyon Exploration & Development Agreement No. 14-20-H62-5500, which is acknowledged, does hereby grant to:

Bill Barrett Corporation, 1099 18th Street, Suite 2300, Denver, Colorado 80202

Its successors and assignees hereinafter referred to as "Grantee" an easement for right-of-way.

In accordance with the attached proposal survey plat: For the 14-22-46 DLB

G.L.O. Plat No. 48350, dated 4/23/2007 for Section 22, Township 4 South, Range 6 West, U.S.B. & M, for the following:

Well Site: Located in the SW/4SW/4 (Well Bore & Well Pad), SE/4SW/4 (Well Pad) of Section 22, being 3.019 acres, m/l.

Access Road: Located in the S/2SW/4 of Section 21, being 80.82' in length, and 30' in width, and 0.056 acres, m/l.

Total ROW acreage 6.833, m/l

Within the exterior boundaries of the Uintah & Ouray Reservation for the following purposes namely: The construction, maintenance, repair, inspection, protection, operation and removal of the 14-22-46 DLB together with the necessary appurtenances thereto, on, over and across the land embraced within the right-of-way located in Duchesne County, Utah.

TO HAVE AND TO HOLD said easement and right-of-way unto the Grantee and unto its successors and assigns, together with prior existing right or adverse claim and is for the length of TWENTY (20) YEARS, beginning June 21, 2007, so long as easement shall actually be used for the purposes above specified. Consideration may be increased at five (5) year intervals if necessary to reflect the existing market prices.

This right-of-way shall be terminable in whole or in part by the grantor for any of the following causes upon 30 days' written notice and failure to the Grantee within said notice period to correct the basis of termination (25 CFR 169.20)

- A. Failure to comply with any term or condition of the grant or applicable regulations.
- B. A nonuse of the right-of-way for a consecutive two-year period for the purpose for which it was granted.
- C. An abandonment of the right-of-way. Failure of the Grantee to file with the Grantor an Affidavit of Completion pursuant to 25 CFR 169.16; Upon completion of construction, or in any case within two years of date of this easement granted in the case construction does not begin or is completed.

The conditions of this easement shall extend to and be binding upon and shall insure to the benefit of the successors and assignees of the Grantee. It has been determined that approval of this document is not such a major federal action significantly affecting the quality of the human environment as to required the preparation of an environmental impact statement under Section 102 (2)(c) of the National Environmental Policy Act of 1969 (42 U.S.C. 4332) (2) (c).

IN WITNESS WHEREOF, Grantor has executed this Grant of Easement for Right-of-Way this 21st day of June, 2007 pursuant to authority delegated to the Assistant Secretary - Indian Affairs by 209 DM 8, 230 DM 1, and to the Western Regional Director by 3 IAM 4 (Release No. 99-03), and to the Superintendent/Field Representatives by 10 BIAM 11, as amended by Western Regional Release No. 97-1 an any further delegation needed to effectuate the reorganization embodied in DM Releases dated April, 2003.

UNITED STATES OF AMERICA
U.S. Department of the Interior
Uintah & Ouray Agency
Fort Duchesne, UT 84026

By: Dinah Peltier
Acting Superintendent

ACKNOWLEDGEMENT OF SUPERINTENDENT

STATE OF UTAH)
)ss
COUNTY OF UINTAH)

The foregoing instrument was acknowledged before me this 21st day of June, 2007, by Dinah Peltier, Acting Superintendent for the Bureau of Indian Affairs, Uintah & Ouray Agency.
Witness my hand and official seal.

Sarah A. Jack
Sarah A. Jack, Notary Public

My Commission Expires: June 16, 2010

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H62-2007-212

**On-Site Inspection
Supplement to Environmental Assessment for
Site Specific Inspection**

Environmental Document: **Lake Canyon Environmental Assessment**

Project Type and Number: **#14-22-46 DLB**

Legal Description:

S/2 SW/4, Section 22; T4S, R6W, USB&M

Company: **Bill Barrett Corporation**

Date: **June 5, 2007**

Attention: The Environmental Assessment for this area should be reviewed prior to inspection of the site. Special attention should be paid to the Affected Environment Chapter of the document with comparison to the site in mind. The SOP or Surface Management Plan for the Environmental Document area should also be reviewed prior to the onsite visit. Pursuant to the National Environmental Policy Act and the Onshore Oil and Gas Orders (43 CFR part 3100)

1.0 – Proposed Action

Type of project: **Wellsite, & Access Road Corridor**

Description of Project Acreage:

Well site	<u>3.019 acres</u>	
Road Right of Way corridor	<u>0.056 acres</u>	Total acreage <u>3.075 acres</u>

A. Site description:

1. Elevation 7,131' : 2. Annual Precipitation _____ :
3. Topography Ridge : 4. Soils Sand/clay loam
5. Estimated Precipitation Infiltration Range (low, medium, high) medium

© 2007

Notes: _____

2.0 – Alternative Actions

Notes: (Alternatives, No Action, Other) _____

3.0 – Affected Environment

- A. Vegetation. (Different than in Base Document) pinon, juniper, mtn. mahogany, sage, grass, prickly pear
- B. Wildlife. (Observed or different than in Base Document) deer, Elk, cotton tail rabbit
- C. Current Use of Resources. _____

D. Cultural Resources: MOAC 07-105 No cultural

Surveys: performed by MOAC (4-17-2007) :

The following individuals recommend clearance for the project as stated

Initial: UT technician SWP BIA Representative CB Consultant JAM

Notes: _____

4.0-Environmental Impacts

A. Surface Alterations:

Type or types of project _____

Acres _____:

Total acres disturbed _____:

B. Impacts to Landscape

(Describe) none:

C. Impacts to T&E species. (Describe) none:

D. Impacts Wildlife (Describe) none:

E. Impacts to Soil, Range, Watershed. (Describe) _____:

Notes:

5.0 – MITIGATION STIPULATIONS

A. VEGETATION/LANDSCAPE

1. Before the site is abandoned the company will be required to restore the right-of-way to near its original state. The disturbed area will be reseeded with desirable perennial vegetation.
2. Noxious weeds will be controlled on all rights-of-way. If noxious weeds spread from the rights-of-way onto adjoining land, the company will also be responsible for their control.

B. SOILS/RANGE/WATERSHEDS

1. Soil erosion will be mitigated by reseeding all disturbed areas.
2. The pipelines are constructed to lie on the soil surface, and the right-of-way will not be bladed or cleared of vegetation.

Where pipelines are constructed parallel to roads they may be welded on the road and then lifted from the road onto the right-of-way.

Where pipelines do not parallel roads but cross-country between stations, they shall be welded in place at wellsites or on access roads and then pulled between stations with a suitable piece of equipment. Traffic will be restricted along these areas so that the pipeline right-of-way will not be used as an access road.

C. DRILLING SYSTEM

An open drilling system shall be used. The reserve pit shall be lined with a synthetic leak proof liner. After the drilling operation is complete, excess fluids shall be removed from the reserve pit and either hauled to an approved disposal site or shall be used to drill other wells. When the fluids are removed the pit shall be backfilled a minimum of 3.0 feet below the soil surface elevation.

A closed drilling system shall be used in all flood plain areas, and other highly sensitive areas, as recommended by the Ute Tribe Technician, BIA and other agencies involved.

D. PRODUCTION SYSTEM

A closed production system shall be used. This means all produced water and oil field fluid wastes shall be contained in leak proof tanks. These fluids shall be disposed of in either approved injection wells or disposal pits.

E. WILDLIFE/VEGETATION/THREATENED & ENDANGERED SPECIES

No Threatened & Endangered species have been identified associated with this project. Therefore, no stipulations have been developed for their protection.

F. UTE TRIBAL REGULATIONS

1. Prior to commencing surveys or construction on the U&O Indian Reservation the operator, and any of its subcontractors, shall acquire access permits and business permits for the Ute Indian Tribe Department of Energy and Minerals.
2. Prior to the commencement of construction, the operator shall notify the Ute Tribal Department of Energy and Minerals of the date construction shall begin.

6.0 – UNAVOIDABLE ADVERSE IMPACTS

A. SURFACE ALTERATIONS

None of the adverse impacts listed in 5.0 above can be avoided in a practical manner except those which are mitigated in Item 6.0 above.

B. RELATIONSHIP BETWEEN SHORT-TERM USE OF THE ENVIRONMENT VS. LONG TERM PRODUCTIVITY.

1. Short Term: (Estimated 20 years) A total loss of production on the land and the associated environmental impacts will continue to influence the surrounding area for the productive life of the well.
2. Long Term: Standard policies provide for rehabilitation of right-of-ways. After the land is rehabilitated, it is expected to return to its original productive capability. Normally, there will be no permanent scar left on the landscape.

C. IRREVERSIBLE AND IRRETRIEVABLE COMMITMENT

Oil and Gas are non-renewable resources; once they have been removed they can never be replaced.

7.0 – CUMULATIVE IMPACTS

A. FULL DEVELOPMENT

Each additional well drilled for development increases the soil erosion potential, reduces wildlife habitat and grazing, increases potential soil and geologic pollution resulting from salt loading, reduces the soil's potential to recover, and increases the potential of water pollution from produced waters and hydro-carbons. Therefore, strict conformance with the mitigation measures and recommendations in this document is emphasized to minimize the adverse environmental impacts.

8.0 – REMARKS

A. SURFACE PROTECTION/REHABILITATION

All essential surface protection and rehabilitation requirements are specified above.

9.0 – ADDITIONAL STIPULATIONS

- A ~~50~~ ¹ foot corridor right-of-way shall be approved. Upon completion of each pipeline in corridor, they shall be identified and filed with the Ute Tribe.
- A qualified Archaeologist accompanied by a Tribal Technician will monitor trenching construction of pipeline.
- The Ute Tribe Energy & Minerals Department is to be notified, in writing 48 hours prior to construction of pipeline.
- Construction Notice shall be given to the department on the Ute Tribe workdays, which are Monday through Thursday. The Company understands that they may be responsible for costs incurred by the Ute Tribe after hours.
- The Company shall inform contractors to maintain construction of pipelines within the approved ROW's.
- The Company shall assure the Ute Tribe that "ALL CONTRACTORS, INCLUDING SUB-CONTRACTORS, LEASING CONTRACTORS, AND ETC." have acquired a current and valid Ute Tribal Business License and have "Access Permits" prior to construction, and will have these permits in all vehicles at all times.
- You are hereby notified that working under the "umbrella" of a company does not allow you to be in the field, and can be subject to those fines of the Ute Tribe Severance Tax Ordinance.
- Any deviation of submitted APD's and ROW applications the Companies will notify the Ute Tribe and BIA in writing, and will receive written authorization of any such change with appropriate authorization.
- The Company will implement "Safety and Emergency Plan." The Company's safety director will ensure its compliance.
- All Company employees and/or authorized personnel (sub-contractors) in the field will have approved applicable APD's and/or ROW permits/authorizations on their person(s) during all phases of construction.
- All vehicular traffic, personnel movement, construction/restoration operations should be confined to the area examined and approved, and to the existing roadways and/or evaluated access routes.

- All personnel should refrain from collecting artifacts, any paleontological fossils, and from disturbing any significant cultural resources in the area.
- The personnel from the Ute Tribe Energy & Minerals Department should be notified should cultural remains from subsurface deposits be exposed or identified during construction. All construction will cease.
- All mitigative stipulations contained in the Bureau of Indian Affairs Site Specific Environmental Assessment (EA) will be strictly adhered.
- Upon completion of Application for Corridor Right-of-way, the company will notify the Ute Tribe Energy & Minerals Department, so that a Tribal Technician can verify Affidavit of Completion.

Additional Stipulations:

1. Stockpile trees ^{between} 2 and 8
 2. PAINT TANKS olive black.

10.0 – Recommendations

A. Approval/Disapproval

We recommend ☒ Approval ☐ Disapproval of the proposed action as outlined in item 1.0 above.

Date: 6/5/07

[Signature]
 UT Energy & Minerals Technician
 Ute Indian Tribe

Date: 6/18/07

[Signature]
 Director
 UT Energy & Minerals Department

Date: 6.5.07

[Signature]
 BIA Representative
 Uintah & Ouray Agency

Declaration

A. Approval

It has been determined that the proposed action is not a federal action significantly affecting the quality of the environment as it would require the preparation of an environmental impact statement in accordance with Section 102(2)(c) of the National Environmental Policy Act of 1969 (42 USC 4331) (2)(C).

Date: 6/21/07

SEL (signature)

Superintendent, Uintah & Ouray Agency

11.0 - Consultation

Representatives/Organizations

Agency/Company	Name	Initials
<u>None</u>	<u>Keller Montgomery</u>	<u>KM</u>
<u>Boys + Hesse</u>	<u>Don Hamilton</u>	<u>DH</u>
<u>BLM</u>	<u>Darren Williams</u>	<u>DW</u>
<u>Berrett</u>	<u>Michael D Benth</u>	<u>MB</u>
<u>BBC</u>	<u>Fred Goodrich</u>	<u>FG</u>
<u></u>	<u>David Mitchell</u>	<u>DM</u>
<u>UELS</u>	<u>Danny F Rasmussen</u>	<u>DR</u>
<u></u>	<u></u>	<u></u>

GRANT OF EASEMENT FOR RIGHT-OF-WAY

ROW Serial No. H62-2007-213

TAAMS ID NO.: 6RW2007213

BIA TRANSACTION NO.: 687-13-00213-07

Pipeline - 14-22-46 DLB

Page 1 of 2

KNOW ALL MEN BY THESE PRESENTS:

That the UNITED STATES OF AMERICA, as trustee for UTE INDIAN TRIBE acting by and through the Superintendent of the Uintah and Ouray Agency, as "Grantor", under authority contained in 209 DM 8 (39 F.R. 32166), 10 BIAM 3 (34 F.R.637) 230 DM 3 (20 F.R. 992) and Sec. 2.11 (34 F.R. 11109), pursuant and subject to the provisions of the Act of February 5, 1948 Stat. 17, (U.S.C. 323-328), and Part 169, Title 25, Code of Federal Regulations in consideration of:

ZERO. (\$0.00) - As per the terms and conditions contained in the Lake Canyon Exploration & Development Agreement No. 14-20-H62-5500, which is acknowledged, does hereby grant to:

Bill Barrett Corporation, 1099 18th Street, Suite 2300, Denver, Colorado 80202

Its successors and assignees hereinafter referred to as "Grantee" an easement for right-of-way.

In accordance with the attached proposal survey plat: For the 14-22-46 DLB
G.L.O. Plat No. 48351, dated 4/23/2007 for Section 22, Township 4 South, Range 6 West, U.S.B. & M. for the following:

Pipeline: Located in the S/2SW/4 of Section 22, being 225.86' in length, and 30' in width, and
0.156 acres, m/l,
Total ROW acreage 0.156, m/l

Within the exterior boundaries of the Uintah & Ouray Reservation for the following purposes namely: The construction, maintenance, repair, inspection, protection, operation and removal of the 14-22-46 DLB together with the necessary appurtenances thereto, on, over and across the land embraced within the right-of-way located in Duchesne County, Utah.

TO HAVE AND TO HOLD said easement and right-of-way unto the Grantee and unto its successors and assigns, together with prior existing right or adverse claim and is for the length of TWENTY (20) YEARS, beginning June 21, 2007, so long as easement shall actually be used for the purposes above specified. Consideration may be increased at five (5) year intervals if necessary to reflect the existing market prices.

This right-of-way shall be terminable in whole or in part by the grantor for any of the following causes upon 30 days' written notice and failure to the Grantee within said notice period to correct the basis of termination (25 CFR 169.20)

- A. Failure to comply with any term or condition of the grant or applicable regulations.
- B. A nonuse of the right-of-way for a consecutive two-year period for the purpose for which it was granted.
- C. An abandonment of the right-of-way. Failure of the Grantee to file with the Grantor an Affidavit of Completion pursuant to 25 CFR 169.16; Upon completion of construction, or in any case within two years of date of this easement granted in the case construction does not begin or is completed.

ROW Serial No. H62-2007-213

TAAMS ID NO.: 6RW2007213

BIA TRANSACTION NO.: 687-13-00213-07

Pipeline - 14-22-46 DLB

Page 2 of 2

The conditions of this easement shall extend to and be binding upon and shall insure to the benefit of the successors and assignees of the Grantee. It has been determined that approval of this document is not such a major federal action significantly affecting the quality of the human environment as to require the preparation of an environmental impact statement under Section 102 (2)(c) of the National Environmental Policy Act of 1969 (42 U.S.C. 4332) (2) (c).

IN WITNESS WHEREOF, Grantor has executed this Grant of Easement for Right-of-Way this 21st day of June, 2007 pursuant to authority delegated to the Assistant Secretary - Indian Affairs by 209 DM 8, 230 DM 1, and to the Western Regional Director by 3 IAM 4 (Release No. 99-03), and to the Superintendent/Field Representatives by 10 BIAM 11, as amended by Western Regional Release No. 97-1 and any further delegation needed to effectuate the reorganization embodied in DM Releases dated April, 2003.

UNITED STATES OF AMERICA

U.S. Department of the Interior

Uintah & Ouray Agency

Fort Duchesne, UT 84026

By: [Signature]
Acting Superintendent

ACKNOWLEDGEMENT OF SUPERINTENDENT

STATE OF UTAH)
)ss
COUNTY OF UINTAH)

The foregoing instrument was acknowledged before me this 21st day of June, 2007, by Dinah Peltier, Acting Superintendent for the Bureau of Indian Affairs, Uintah & Ouray Agency.

Witness my hand and official seal.

[Signature]
Sarah A. Jack, Notary Public

My Commission Expires: June 16, 2010

[Signature]

'APIWElINo:43013503510000'

He2-9W7-213

**On-Site Inspection
Supplement to Environmental Assessment for
Site Specific Inspection**

Environmental Document: Lake Canyon Environmental Assessment

Project Type and Number: #14-22-46 DLB

Legal Description:

S/2 SW/4, Section 22; T4S, R6W, USB&M

Company: Lake Canyon Transportation and Gathering, LLC
Date: June 5, 2007

Attention: The Environmental Assessment for this area should be reviewed prior to inspection of the site. Special attention should be paid to the Affected Environment Chapter of the document with comparison to the site in mind. The SOP or Surface Management Plan for the Environmental Document area should also be reviewed prior to the onsite visit. Pursuant to the National Environmental Policy Act and the Onshore Oil and Gas Orders (43 CFR part 3100)

1.0 – Proposed Action

Type of project: 8" Pipeline Corridor

Description of Project Acreage:

Pipeline Right of Way corridor 0.156 acres **Total acreage** 0.156 acres

A. Site description:

1. Elevation 7,131' : 2. Annual Precipitation _____:

3. Topography Ridge : 4. Soils Sand / Clay loam:

5. Estimated Precipitation Infiltration Range (low, medium, high) medium

Notes: _____

2.0 – Alternative Actions

Notes: (Alternatives, No Action, Other) _____

3.0 – Affected Environment

A. Vegetation. (Different than in Base Document) Pinion, Juniper,
Manzanita, Sage, grass, prickly pear

B. Wildlife. (Observed or different than in Base Document) deer, Elk,
Cotton tail rabbit

C. Current Use of Resources. _____

D. Cultural Resources: MOAC 07-105 no cultural on location

Surveys: performed by MOAC (4-17-07) :

The following individuals recommend clearance for the project as stated

Initial: UT technician SB BIA Representative SB Consultant KM

Notes: _____

4.0-Environmental Impacts

A. Surface Alterations:

Type or types of project _____

Acres _____:

Total acres disturbed _____:

B. Impacts to Landscape

(Describe) none _____:

C. Impacts to T&E species. (Describe) none:

D. Impacts Wildlife (Describe) none:

E. Impacts to Soil, Range, Watershed. (Describe) none:

Notes:

5.0 – MITIGATION STIPULATIONS

A. VEGETATION/LANDSCAPE

1. Before the site is abandoned the company will be required to restore the right-of-way to near its original state. The disturbed area will be reseeded with desirable perennial vegetation.
2. Noxious weeds will be controlled on all rights-of-way. If noxious weeds spread from the rights-of-way onto adjoining land, the company will also be responsible for their control.

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1. Soil erosion will be mitigated by reseeding all disturbed areas.
2. The pipelines are constructed to lie on the soil surface, and the right-of-way will not be bladed or cleared of vegetation.

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C. DRILLING SYSTEM

An open drilling system shall be used. The reserve pit shall be lined with a synthetic leak proof liner. After the drilling operation is complete, excess fluids shall be removed from the reserve pit and either hauled to an approved disposal site or shall be used to drill other wells. When the fluids are removed the pit shall be backfilled a minimum of 3.0 feet below the soil surface elevation.

A closed drilling system shall be used in all flood plain areas, and other highly sensitive areas, as recommended by the Ute Tribe Technician, BIA and other agencies involved.

D. PRODUCTION SYSTEM

A closed production system shall be used. This means all produced water and oil field fluid wastes shall be contained in leak proof tanks. These fluids shall be disposed of in either approved injection wells or disposal pits.

E. WILDLIFE/VEGETATION/THREATENED & ENDANGERED SPECIES

No Threatened & Endangered species have been identified associated with this project. Therefore, no stipulations have been developed for their protection.

F. UTE TRIBAL REGULATIONS

1. Prior to commencing surveys or construction on the U&O Indian Reservation the operator, and any of its subcontractors, shall acquire access permits and business permits for the Ute Indian Tribe Department of Energy and Minerals.
2. Prior to the commencement of construction, the operator shall notify the Ute Tribal Department of Energy and Minerals of the date construction shall begin.

6.0 – UNAVOIDABLE ADVERSE IMPACTS

A. SURFACE ALTERATIONS

None of the adverse impacts listed in 5.0 above can be avoided in a practical manner except those which are mitigated in item 6.0 above.

B. RELATIONSHIP BETWEEN SHORT-TERM USE OF THE ENVIRONMENT VS. LONG TERM PRODUCTIVITY.

1. Short Term: (Estimated 20 years) A total loss of production on the land and the associated environmental impacts will continue to influence the surrounding area for the productive life of the well.
2. Long Term: Standard policies provide for rehabilitation of right-of-ways. After the land is rehabilitated, it is expected to return to its original productive capability. Normally, there will be no permanent scar left on the landscape.

C. IRREVERSIBLE AND IRRETRIEVALBE COMMITMENT

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7.0 – CUMULATIVE IMPACTS

A. FULL DEVELOPMENT

Each additional well drilled for development increases the soil erosion potential, reduces wildlife habitat and grazing, increases potential soil and geologic pollution resulting from salt loading, reduces the soil's potential to recover, and increases the potential of water pollution from produced waters and hydro-carbons. Therefore, strict conformance with the mitigation measures and recommendations in this document is emphasized to minimize the adverse environmental impacts.

8.0 – REMARKS

A. SURFACE PROTECTION/REHABILITATION

All essential surface protection and rehabilitation requirements are specified above.

9.0 – ADDITIONAL STIPULATIONS

- A ~~30~~ foot corridor right-of-way shall be approved. Upon completion of each pipeline in corridor, they shall be identified and filed with the Ute Tribe.
- A qualified Archaeologist accompanied by a Tribal Technician will monitor trenching construction of pipeline.
- The Ute Tribe Energy & Minerals Department is to be notified, in writing 48 hours prior to construction of pipeline.
- Construction Notice shall be given to the department on the Ute Tribe workdays, which are Monday through Thursday. The Company understands that they may be responsible for costs incurred by the Ute Tribe after hours.
- The Company shall inform contractors to maintain construction of pipelines within the approved ROW's.
- The Company shall assure the Ute Tribe that "ALL CONTRACTORS, INCLUDING SUB-CONTRACTORS, LEASING CONTRACTORS, AND ETC." have acquired a current and valid Ute Tribal Business License and have "Access Permits" prior to construction, and will have these permits in all vehicles at all times.
- You are hereby notified that working under the "umbrella" of a company does not allow you to be in the field, and can be subject to those fines of the Ute Tribe Severance Tax Ordinance.
- Any deviation of submitted APD's and ROW applications the Companies will notify the Ute Tribe and BIA in writing, and will receive written authorization of any such change with appropriate authorization.
- The Company will implement "Safety and Emergency Plan." The Company's safety director will ensure its compliance.
- All Company employees and/or authorized personnel (sub-contractors) in the field will have approved applicable APD's and/or ROW permits/authorizations on their person(s) during all phases of construction.
- All vehicular traffic, personnel movement, construction/restoration operations should be confined to the area examined and approved, and to the existing roadways and/or evaluated access routes.

- All personnel should refrain from collecting artifacts, any paleontological fossils, and from disturbing any significant cultural resources in the area.
- The personnel from the Ute Tribe Energy & Minerals Department should be notified should cultural remains from subsurface deposits be exposed or identified during construction. All construction will cease.
- All mitigative stipulations contained in the Bureau of Indian Affairs Site Specific Environmental Assessment (EA) will be strictly adhered.
- Upon completion of Application for Corridor Right-of-way, the company will notify the Ute Tribe Energy & Minerals Department, so that a Tribal Technician can verify Affidavit of Completion.

Additional Stipulations:

1. Stock pile trees 2 and 8.

10.0 – Recommendations

A. Approval/Disapproval

We recommend ☒ Approval ☐ Disapproval of the proposed action as outlined in item 1.0 above.

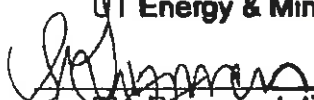
Date: 6/5/07


 UT Energy & Minerals Technician
 Ute Indian Tribe

Date: 6/18/07


 Director
 UT Energy & Minerals Department

Date: 6.5.07


 BIA Representative
 Uintah & Ouray Agency

Declaration

A. Approval

It has been determined that the proposed action is not a federal action significantly affecting the quality of the environment as it would require the preparation of an environmental impact statement in accordance with Section 102(2)(c) of the National Environmental Policy Act of 1969 (42 USC 4331) (2)(C).

Date: 6/21/07

Dale Peck
Superintendent, Uintah & Ouray Agency

11.0 - Consultation

Representatives/Organizations

Agency/Company	Name	initials
<u>MOAC</u>	<u>Keith Montgomery</u>	<u>KM</u>
<u>Boys + Assoc.</u>	<u>Dan Hamilton</u>	<u>DH</u>
<u>BLM</u>	<u>Darren Williams</u>	<u>DW</u>
<u>BBC</u>	<u>Michael D But</u>	<u>MD</u>
<u>BBC</u>	<u>Fred Goodrich</u>	<u>F.G.</u>
<u>_____</u>	<u>Floyd Mitchell</u>	<u>FM</u>
<u>VELS</u>	<u>Danny F Rasmussen</u>	<u>DR</u>
<u>_____</u>	<u>_____</u>	<u>_____</u>

**Surface Use Plan for
Bill Barrett Corporation's
Development Program
Lake Canyon Area
Duchesne County, Utah**

1. Existing Roads:

The Lake Canyon area is located approximately 12 miles southwest of Duchesne, Utah and extends from Township 3 South, Range 10 West to Township 5 South, Range 6 West. The specific location of a particular well pad will be shown on maps and described in the site specific APD.

The use of state and county roads under UDOT and Duchesne County Road Department maintenance is necessary to access the Project Area. Improvements to existing access roads will be noted in the site specific APD's.

2. Planned Access Roads:

Descriptions of the individual access road(s) will be included in the site specific APD and ROW application.

Surface disturbance and vehicular traffic will be limited to the approved location and approved access route. Any additional area needed will be approved in advance with the Ute Indian Tribe.

3. Location of Existing Wells With-In A One-Mile Radius

Water wells – None.
Abandoned wells – Four
Temporarily abandoned wells – None.
Disposal wells – None.
Drilling wells – None
Producing wells – None.

4. Location of Tank Batteries, Production Facilities, and Production Gathering And Service Lines:

The following guidelines will apply if the well is productive:

All permanent (on site for six months or longer) structures constructed or installed will conform to DOGM standards. All facilities will be painted within six months of installation.

A containment dike will be constructed completely around production facilities which contain fluids (i.e., production tanks, produced water tanks). This dike will

be constructed of compacted subsoil, be impervious, and hold a minimum of 110% of the capacity of the largest tank. Topsoil will not be used for the construction of dike(s).

A description of the proposed pipeline and a map illustrating the proposed route will be submitted with the well site specific APD.

5. Location and Type of Water Supply

The Duchesne City Culinary Water Dock located in section 1, T4S-R5W will be used for water supply for drilling and completion operations. Additional water supply sources will be addressed in the site specific APD, indicating the location and type of water supply.

6. Source of Construction Materials:

All construction materials for this location site and access road shall be borrowed (local) material accumulated during construction of the location site and access road. No construction materials will be removed from Ute Indian Tribe lands. If any gravel is used, it will be obtained from an approved gravel pit.

7. Methods of Handling Waste Materials:

Drill cuttings will be contained and buried in the reserve pit.

Drilling fluids, including any salts and chemicals, will be contained in the reserve pit. Upon termination of drilling and completion operations, the liquid contents of the reserve pit will be used at the next drill site or will be removed and disposed of at an approved waste disposal facility within 180 days after drilling is terminated. Immediately upon well completion, any hydrocarbons in the pit shall be removed.

Unless otherwise specified in the site specific APD, the reserve pit will be constructed on the location and will not be located within natural drainages, where a flood hazard exists or surface runoff will destroy or damage the pit walls. The reserve pit will be constructed so that it will not allow discharge of liquids.

If it is determined, at the onsite, that a pit liner is necessary, the reserve pit will be lined with a synthetic reinforced liner a minimum of 12-millimeters thick. The liner will overlay a felt-liner pad if rock that might tear or puncture the liner is encountered during excavation. The liner will overlap the pit walls and be covered with dirt and/or rocks to hold it in place. Trash, scrap pipe, etc. that could puncture the liner will not be disposed of in the pit. Pit walls will be sloped no greater than 2:1. A minimum 2-foot freeboard will be maintained in the pit at all times during the drilling and completion operations. The pit liner will be protected during drilling and completion operations.

No water well will be drill on this lease. Water for the drilling and completion will be trucked from the Duchesne City Culinary Water Dock located in Sec. 1, T4S, R5W. The trucked water will follow the access route described in the plat package of each APD. Production fluids will be contained in leak-proof tanks. All production fluids will be sold, recycled, or disposed of at approved disposal sites.

Any spills of oil, gas, salt water, or other noxious fluids will be immediately cleaned up and removed to an approved disposal site.

A chemical self-contained sanitary-toilet will be onsite during drilling and completions.

Garbage, trash, and other waste materials will be collected in a portable, self-contained, fully enclosed trash cage during operations. Trash will not be burned on location.

All debris and other waste materials not contained in the trash cage will be cleaned up and removed from the location immediately after removal of the drilling rig.

Any open pits will be fenced during the operations. The reserve pit fencing will be on three sides before drilling operations start. The fourth side will be fenced as soon as drilling is completed and the rig is removed. The fencing will be maintained until such time as the pits are backfilled.

8. Ancillary Facilities:

Garbage containers and portable toilets are the only ancillary facilities proposed. No additional ancillary facilities are foreseen in the future.

9. Wellsite Layout:

A Location Layout Diagram describing drill pad cross-sections, cuts and fills, and locations of mud tanks, reserve pit, flare pit, pipe racks, trailer parking, spoil dirt stockpile(s), and the surface materials stockpile(s) will be included with the site specific APD and developed through a consultant.

10. Plans for Restoration of the Surface:

The dirt contractor will be provided with an approved copy of the surface use plan and these Standard Operating Procedures prior to commencing construction activities.

Immediately upon well completion, the location and surrounding area will be cleared of all unused tubing, materials, trash, and debris not required for production. All reclamation standards will be developed between Bill Barrett Corporation (BBC) and Ute Indian Tribe. Abandoned well sites, roads, and other

disturbed areas will be restored as near as practical to their original condition. Where applicable, these conditions may include the re-establishment of irrigation systems, the re-establishment of appropriate soil conditions, and the re-establishment of vegetation as specified.

All disturbed areas will be recontoured to the approximate natural contours.

Any drainage rerouted during the construction activities shall be restored as near as possible to its original line of flow.

Prior to backfilling the reserve pit, the fence surrounding the reserve pit will be removed. The pit liner will be cut off at the water or mud line and disposed of at an approved landfill site. The remaining liner will be torn and perforated after the pit dries and prior to backfilling the reserve pit.

Before any dirt work associated with reserve pit restoration takes place, the reserve pit shall be as dry as possible. All debris in it will be removed. Other waste and spoil materials will be disposed of immediately upon completion of operations. The reserve pit will be reclaimed within 180 days from the date of well completion, weather permitting, unless it is determined that this location will be utilized to drill additional wells within 1 year of completing operations.

After the reserve pit has been reclaimed, diversion ditches and water bars will be used to divert precipitation runoff/runoff as appropriate.

Prior to the construction of the location, the top 6 inches or maximum available topsoil material will be stripped and stockpiled. Placement of the topsoil will be noted on the location plat attached to the site specific APD. Topsoil shall be stockpiled separately from subsoil materials. Topsoil salvaged from the reserve pit shall be stockpiled separately near the reserve pit. When all drilling and completion activities have been completed, the unused portion of the location (area outside the deadmen) will be recontoured and the stockpiled topsoil spread over the area.

If topsoil must be stored for more than one year:

It shall be windrowed on the uphill side of the location to prevent any possible contamination. All topsoil will be stockpiled for reclamation in such a way as to prevent soil loss and contamination.

It shall be broadcast seeded with the prescribed seed mixture immediately after windrowing. Seed will be drilled on the contour to an appropriate depth and the stockpile then "walked" with a dozer to cover the seed and roughen the soil to prevent erosion.

Mulching may be considered to enhance the re-establishment of desired native plant communities. If straw or hay mulch is used, the straw and hay must be certified to be weed-free and the documentation submitted prior to usage.

When restoration activities have been completed, the location site and new access road cuts and shoulders shall be reseeded. Prior to reseeding, all disturbed areas, including the old access road will be scarified and left with a rough surface.

Ute Indian Tribe shall be contacted for the required seed mixture. Seed will be drilled on the contour to an appropriate depth. If broadcast seeded, the amount of seed mixture per acre will be doubled, and a harrow or some other implement will be dragged over the seeded area to assure coverage of the seeds.

At final abandonment, BBC will follow UT-DOGM standards for final well abandonment.

11. **Surface Ownership**

The well location and proposed access road route is located on The Ute Indian Tribe surface estate.

I hereby certify that Bill Barrett Corporation has reached an agreement with The Ute Indian Tribe for the protection of surface resources and reclamation of disturbed areas and/or damages in lieu thereof.

5/11/10

Date



Matt Barber – Permit Analyst
Bill Barrett Corporation

12. OPERATOR CERTIFICATION

This drilling permit will be valid for a period of two (2) years from the date of approval. After permit termination, a new application will be filed for approval for any future operations.

I hereby certify that I, or persons under my direct supervision, have inspected the proposed drill site and access route; that I am familiar with the conditions which currently exist; that the statements made in this plan are, to the best of my knowledge, true and correct; and that the work associated with operations proposed herein will be performed by Bill Barrett Corporation and its contractors and subcontractors in conformity with this plan and the terms and conditions under which it is approved. This statement is subject to the provisions of 18 U.S.C. 1001 for the filing of a false statement.



Matt Barber
Permit Analyst

DATE: 5/11/10

BBC Representatives:

Matt Barber
Bill Barrett Corporation
1099 18th Street, Suite 2300
Denver, CO 80202
Phone: 303-312-8546
Fax: 303-291-0420

Scot Donato, Environmental Health and Safety; phone: (303) 312-8191
Mike Angus, Area Superintendent; phone: (435) 724-8016

Ute Indian Tribe Representatives:

Larry Love, Ute Indian Tribe, Energy and Mineral Department; phone: (435) 725-4950; cell: (303) 476-1445
Bruce Pargeets, Ute Indian Tribe, Energy and Minerals Department; phone: (435) 725-4950; cell: (435) 828-7032



- (NAD 83)
LATITUDE = 40°06'43.71" (40.112142)
LONGITUDE = 110°33'16.89" (110.554692)
(NAD 27)
LATITUDE = 40°06'43.86" (40.112183)
LONGITUDE = 110°33'14.33" (110.553981)

Well location, #14X-22-46 DLB, located as shown in the SW 1/4 SW 1/4 of Section 22, T4S, R6W, U.S.B.&M., Duchesne County, Utah.

BENCH MARK (M67) LOCATED IN THE SW 1/4 OF SECTION 9, T5S, R4W, U.S.B.&M., TAKEN FROM THE DUCHESNE SE QUADRANGLE, UTAH, DUCHESNE COUNTY, 7.5 MINUTE QUAD. (TOPOGRAPHIC MAP) PUBLISHED BY THE UNITED STATES DEPARTMENT OF THE INTERIOR, GEOLOGICAL SURVEY. SAID ELEVATION IS MARKED ON CAP AS BEING 6097 FEET.

BASIS OF BEARINGS IS A G.P.S. OBSERVATION.



THIS IS TO CERTIFY THAT THE ABOVE PLAT WAS PREPARED FROM
FIELD NOTES OF ACTUAL SURVEYS MADE BY ME OR UNDER MY
SUPERVISION AND THAT THE SAME ARE TRUE AND CORRECT TO THE
BEST OF MY KNOWLEDGE AND BELIEF.

REGISTERED LAND SURVEYOR
REGISTRATION NO. 161319
STATE OF MISSISSIPPI

REVISSED: 05-10-10 S.L.

UINTAH ENGINEERING & LAND SURVEYING
85 SOUTH 200 EAST - VERNAL, UTAH 84078
(435) 789-1017

SCALE 1" = 1000'	DATE SURVEYED: 04-12-07	DATE DRAWN: 04-23-07
PARTY D.S. M.B. P.M.	REFERENCES G.L.O. PLAT	
WEATHER COOL	FILE BILL BARRETT CORPORATION	

DRILLING PLAN

BILL BARRETT CORPORATION

14X-22-46 DLB

SHL: SWSW, 277' FSL & 1055' FWL, Section 22-T4S-R6W (tribal)

BHL: SESW, 660' FSL & 1980' FWL, Section 22-T4S-R6W (tribal)

Duchesne County, Utah

1 - 2. Estimated Tops of Geological Markers and Formations Expected to Contain Water, Oil and Gas and Other Minerals

<u>Formation</u>	<u>MD</u>	<u>TVD</u>
Green River	2,019'	2,019'
Douglas Creek	4670'	4544'
Black Shale	5405'	5274'
Castle Peak	5685'	5554'
Wasatch	6150'	6019'
TD	7311'	7180'

*PROSPECTIVE PAY

The Green River and Wasatch are primary objectives for oil/gas.

3. BOP and Pressure Containment Data

<u>Depth Intervals</u>	<u>BOP Equipment</u>
0 – 1,100'	No pressure control required
1,100' – TD	11" 3000# Ram Type BOP 11" 3000# Annular BOP
- Drilling spool to accommodate choke and kill lines;	
- Ancillary and choke manifold to be rated @ 3000 psi;	
- Ancillary equipment and choke manifold rated at 3,000#. All BOP and BOPE tests will be in accordance with the requirements of onshore Order No. 2;	
- The BLM and the State of Utah Division of Oil, Gas and Mining will be notified 24 hours in advance of all BOP pressure tests.	
- BOP hand wheels may be underneath the sub-structure of the rig if the drilling rig used is set up To operate most efficiently in this manner.	

4. Casing Program

<u>Hole Size</u>	<u>SETTING DEPTH</u>		<u>Casing Size</u>	<u>Casing Weight</u>	<u>Casing Grade</u>	<u>Thread</u>	<u>Condition</u>
	<u>(FROM)</u>	<u>(TO)</u>					
12 ¼"	surface	1,100'	9 5/8"	36#	J or K 55	ST&C	New
8 ¾"	surface	7,311'	5 ½"	17#	N or I 80	LT&C	New

Bill Barrett Corporation
Drilling Program
14X-22-46 DLB
Duchesne County, Utah

5. Cementing Program

9 5/8" Surface Casing	Lead with approximately 105 sx Halliburton Light Premium cement with additives mixed at 11.0 ppg (yield = 3.16 ft ³ /sx). Tail with approximately 215 sx Halliburton Premium Plus cement with additives mixed at 14.8 ppg (yield = 1.36 ft ³ /sx). Job excess of 75%.
5 1/2" Production Casing	Lead with approximately 820 sx of a Tuned Light cement system mixed at 11.0 ppg (yield = 2.31 ft ³ /sx). Tail with approximately 540 sx Halliburton Econocem cement with lost circulation additives mixed at 13.5 ppg (yield = 1.42 ft ³ /sx). Top of cement to be determined by log and sample evaluation; estimated TOC = surface.

6. Mud Program

<u>Interval</u>	<u>Weight</u>	<u>Viscosity</u>	<u>Fluid Loss (API filtrate)</u>	<u>Remarks</u>
40' – 1,100'	8.3 – 8.8	26 – 36	NC	Freshwater Spud Mud Fluid System
1,100' – TD	8.6 – 10.6	42-52	20 cc or less	DAP Polymer Fluid System
Note: Sufficient mud materials to maintain mud properties, control lost circulation and to contain "kicks" will be available at wellsite. BBC may require minor amounts of diesel to be added to its fluid system in order to reduce torque and drag.				

7. Testing, Logging and Core Programs

Cores	None anticipated;
Testing	None anticipated; drill stem tests may be run on shows of interest;
Sampling	30' to 50' samples; surface casing to TD. Preserve samples all show intervals;
Surveys	MWD as needed to land wellbore;
Logging	DIL-GR-SP, FDC-CNL-GR-CALIPER-Pe-Microlog, Sonic-GR (all TD to surface). FMI & Sonic Scanner to be run at geologist's discretion.

8. Anticipated Abnormal Pressures or Temperatures

No abnormal pressures or temperatures or other hazards are anticipated.

Maximum anticipated bottom hole pressure equals approximately 3957 psi* and maximum anticipated surface pressure equals approximately 2377 psi** (bottom hole pressure minus the pressure of a partially evacuated hole calculated at 0.22 psi/foot).

*Max Mud Wt x 0.052 x TD = A (bottom hole pressure)

**Maximum surface pressure = A – (0.22 x TD)

Bill Barrett Corporation
Drilling Program
14X-22-46 DLB
Duchesne County, Utah

9. **Auxiliary equipment**

- a) Upper kelly cock; lower Kelly cock will be installed while drilling
- b) Inside BOP or stab-in valve (available on rig floor)
- c) Safety valve(s) and subs to fit all string connections in use
- d) Mud monitoring will be visually observed

10. **Location and Type of Water Supply**

Water for the drilling and completion will be trucked from the Duchesne City Culinary Water Dock located in Sec. 1, T4S, R5W.

11. **Drilling Schedule**

Location Construction:	Completed
Spud:	May 11, 2010
Duration:	20 days drilling time
	45 days completion time

Job Information

9 5/8" Casing

Well Name: DLB

14X-22-46 DLB

12 1/4" Open Hole	0 - 1100 ft (MD)
Inner Diameter	12.250 in
Job Excess	75 %

9 5/8" Surface Casing	0 - 1100 ft (MD)
Outer Diameter	9.625 in
Inner Diameter	8.921 in
Linear Weight	36 lbm/ft
Casing Grade	J-55

BHCT	100 degF
------	----------

Job Recommendation**9 5/8" Casing**

Fluid Instructions

Fluid 1: Water Spacer

FRESH WATER

Fluid Density: 8.34 lbm/gal

Fluid Volume: 20 bbl

Fluid 2: Reactive Spacer

SUPER FLUSH 101

Fluid Density: 10 lbm/gal

Fluid Volume: 40 bbl

Fluid 3: Water Spacer

FRESH WATER

Fluid Density: 8.34 lbm/gal

Fluid Volume: 20 bbl

Fluid 4: Lead Cement

Halliburton Light Premium

5 lbm/sk Silicalite Compacted (Additive Material)

0.25 lbm/sk Kwik Seal (Lost Circulation Additive)

0.125 lbm/sk Poly-E-Flake (Lost Circulation Additive)

2 % Bentonite (Additive Material)

Fluid Weight 11 lbm/gal

Slurry Yield: 3.16 ft³/sk

Total Mixing Fluid: 19.48 Gal/sk

Top of Fluid: 0 ft

Calculated Fill: 600 ft

Volume: 58.57 bbl

Calculated Sacks: 104.07 sks

Proposed Sacks: 105 sks

Fluid 5: Tail Cement

Premium Plus Cement

94 lbm/sk Premium Plus Cement (Cement)

2 % Calcium Chloride (Accelerator)

Fluid Weight 14.80 lbm/gal

Slurry Yield: 1.36 ft³/sk

Total Mixing Fluid: 6.37 Gal/sk

Top of Fluid: 600 ft

Calculated Fill: 500 ft

Volume: 51.90 bbl

Calculated Sacks: 214.27 sks

Proposed Sacks: 215 sks

Fluid 6: Mud

MUD DISPLACEMENT

Fluid Density: 10 lbm/gal

Fluid Volume 81.95 bbl

Detailed Pumping Schedule

Fluid #	Fluid Type	Fluid Name	Surface Density lbm/gal	Estimated Avg Rate bbl/min	Downhole Volume
1	Spacer	FRESH WATER	8.3		20 bbl
2	Spacer	SUPER FLUSH 101	10.0		40 bbl
3	Spacer	FRESH WATER	8.3		20 bbl
4	Cement	HALLIBURTON LIGHT PREMIUM	11.0		105 sks
5	Cement	PREMIUM PLUS TYPE III	14.8		215 sks
6	Mud	MUD DISPLACEMENT	10.0		81.95 bbl

Job Information**Production Tuned Light Option**

Well Name: DLB

Well #: 14-22-46

9 5/8" Surface Casing	0 - 1100 ft (MD)
Outer Diameter	9.625 in
Inner Diameter	8.921 in
Linear Weight	36 lbm/ft
Casing Grade	J-55

8 3/4" Open Hole	1100 - 7310 ft (MD)
Inner Diameter	8.750 in
Job Excess	50 %

5 1/2" Production Casing	0 - 7310 ft (MD)
Outer Diameter	5.500 in
Inner Diameter	4.892 in
Linear Weight	17 lbm/ft
Casing Grade	P-110

Job Recommendation**Production Tuned Light Option**

Fluid Instructions

Fluid 1: Water Spacer

WATER SPACER

Fluid Density: 8.34 lbm/gal

Fluid Volume: 5 bbl

Fluid 2: Water Based Spacer

SUPER FLUSH 101

Fluid Density: 10 lbm/gal

Fluid Volume: 40 bbl

Fluid 3: Water Spacer

WATER SPACER

Fluid Density: 8.34 lbm/gal

Fluid Volume: 5 bbl

Fluid 4: Lead Cement

TUNED LIGHT (TM) SYSTEM

Fluid Weight 11 lbm/gal

Slurry Yield: 2.31 ft³/sk

Total Mixing Fluid: 10.65 Gal/sk

Top of Fluid: 0 ft

Calculated Fill: 5310 ft

Volume: 336.82 bbl

Calculated Sacks: 817.25 sks

Proposed Sacks: 820 sks

Fluid 5: Tail Cement

ECONOCEM (TM) SYSTEM

0.125 lbm/sk Poly-E-Flake (Lost Circulation Additive)

1 lbm/sk Granulite TR 1/4 (Lost Circulation Additive)

Fluid Weight 13.50 lbm/gal

Slurry Yield: 1.42 ft³/sk

Total Mixing Fluid: 6.61 Gal/sk

Top of Fluid: 5310 ft

Calculated Fill: 2000 ft

Volume: 135.90 bbl

Calculated Sacks: 536.57 sks

Proposed Sacks: 540 sks

Fluid 6: Water Spacer

DISPLACEMENT

Fluid Density: 8.34 lbm/gal

Fluid Volume: 169.01 bbl

Detailed Pumping Schedule

Fluid #	Fluid Type	Fluid Name	Surface Density lbm/gal	Estimated Avg Rate bbl/min	Downhole Volume
1	Spacer	WATER SPACER	8.3		5 bbl
2	Spacer	SUPER FLUSH 101	10.0		40 bbl
3	Spacer	WATER SPACER	8.3		5 bbl
4	Cement	TUNED LIGHT (TM) SYSTEM	11.0		820 sks
5	Cement	50/50 POZ PREMIUM	13.5		540 sks
6	Spacer	DISPLACEMENT	8.3		169.01 bbl

HALLIBURTON

Cementing Rockies, Vernal

LAB RESULTS - Primary

Job Information

Request/Slurry	76631/5	Rig Name		Date	April 29th 2010
Submitted By	Theodore Groff	Job Type	Production Casing	Bulk Plant	Vernal
Customer	Bill Barrett	Location	Duchesne	Well	

Well Information

Casing/Liner Size	7"	Depth MD	9670 ft	BHST	192 F
Hole Size	8 3/4"	Depth TVD	9670 ft	BHCT	140 F

Drilling Fluid Information

Mud Company	Type	Density	10.2 PPG	PV/YP
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Cement Information - Primary Design

Conc	UOM	Cement/Additive	Sample Type	Sample Date	Lot No.	Cement Properties	
		Tuned Light				Slurry Density	11 PPG
100.00	% BWO	Cement Blend				Slurry Yield	2.31 FT3
		> HGS 6000 dry blended	Lab	Mar 17, 2009	G97639-801	Water Requirement	10.66 GPS
10	lb/sk						
88.96	L/100kg	Fresh Water	Lab	Aug 28, 2009			
						Water Source	Fresh Water
						Water Chloride	N/A ppm

Pilot Test Results Request ID 76631/5

UCA Comp. Strength

End Temp (°F)	Pressure (psi)	50 psi (hh:mm)	500 psi (hh:mm)	12 hr CS (psi)	24 hr CS (psi)	48 hr CS (psi)	End CS (psi)	End Time (hrs)
192	3,000	09:41	11:46	565	1,257	1,501	1,562	72

Thickening Time

Temp (°F)	Pressure (psi)	Reached in (min)	Start BC	30 Bc (hh:mm)	50 Bc (hh:mm)	70 Bc (hh:mm)	100 Bc (hh:mm)
140	6,069	49	0	05:25	05:41	05:53	06:24

Static Gel Strength

Temp (°F)	Pressure (psi)	Time 100 lb/100ft2 (h:m)	Time 500 lb/100ft2 (h:m)	Speed [deg/min]	Stirring time (min)	T 100-500 lbs/100ft2 (hh:mm)	Foam Q
192	6,069	04:53	05:47	0	180	00:54	0

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PRESSURE CONTROL EQUIPMENT – Schematic Attached

A. Type: Eleven (11) Inch Double Gate Hydraulic BOP with Eleven (11) Inch Annular Preventer. The blow out preventer will be equipped as follows:

1. One (1) blind ram (above).
2. One (1) pipe ram (below).
3. Drilling spool with two (2) side outlets (choke side 3-inch minimum, kill side 2-inch minimum).
4. 3-inch diameter choke line.
5. Two (2) choke line valves (3-inch minimum).
6. Kill line (2-inch minimum).
7. Two (2) chokes.
8. Two (2) kill line valves, one of which shall be a check valve (2-inch minimum).
9. Upper kelly cock valve with handles available.
10. Safety valve(s) & subs to fit all drill string connections in use.
11. Pressure gauge on choke manifold.
12. Fill-up line above the uppermost preventer.

B. Pressure Rating: 3,000 psi

C. Testing Procedure:

Annular Preventer

At a minimum, the Annular Preventer will be pressure tested to 50% of the rated working pressure for a period of ten (10) minutes or until provisions of the test are met, whichever is longer.

At a minimum the above pressure test will be performed:

1. When the annular preventer is initially installed;
2. Whenever any seal subject to test pressure is broken;
3. Following related repairs; and
4. At thirty (30) day intervals.

In addition, the Annular Preventer will be functionally operated at least weekly.

Blow-Out Preventer

At a minimum, the BOP, choke manifold, and related equipment will be pressure tested to the approved working pressure of the BOP stack (if isolated from the surface casing by a test plug) or to 70% of the internal yield strength of the surface casing (if the BOP is not isolated from the casing by a test plug). Pressure will be

maintained for a period of at least ten (10) minutes or until the requirements of the test are met, whichever is longer.

At a minimum, the above pressure test will be performed:

1. When the BOP is initially installed;
2. Whenever any seal subject to test pressure is broken;
3. Following related repairs; and
4. At thirty (30) day intervals.

In addition the pipe and blind rams will be activated each trip, but not more than once each day. All BOP drills and tests will be recorded in the IADC driller's log.

D. Choke Manifold Equipment:

All choke lines will be straight lines unless turns use tee blocks or are targeted with running tees, and will be anchored to prevent whip and vibration.

E. Accumulator:

The accumulator will have sufficient capacity to open the hydraulically-controlled choke line valve (if so equipped), close all rams plus the annular preventer, and retain a minimum of 200 psi above precharge on the closing manifold without the use of closing unit pumps. The fluid reservoir capacity will be double the usable fluid volume of the accumulator system capacity and the fluid level of the reservoir will be maintained at the manufacturer's recommendations.

The BOP system will have two (2) independent power sources to close the preventers. Nitrogen bottles (3 minimum) will be one (1) of these independent power sources and will maintain a charge equal to the manufacturer's specifications.

The accumulator precharge pressure test will be conducted prior to connecting the closing unit to the BOP stack and at least once every six (6) months thereafter. The accumulator pressure will be corrected if the measured precharge pressure is found to be above or below the maximum or minimum limits specified in the *Onshore Oil & Gas Order Number 2*.

A manual locking device (i.e. hand wheels) or automatic locking device will be installed on all systems of 2M or greater. A valve will be installed in the closing line as close as possible to the annular preventer to act as a locking device. This valve will be maintained in the open position and will be closed only when the power source for the accumulator is inoperative.

Remote controls shall be readily accessible to the driller. Remote controls for all 3M or greater systems will be capable of closing all preventers. Remote controls for 5M or greater systems will be capable of both opening and closing all preventers. Master controls will be at the accumulator and will be capable of opening and closing all preventers and the choke line valve (if so equipped).

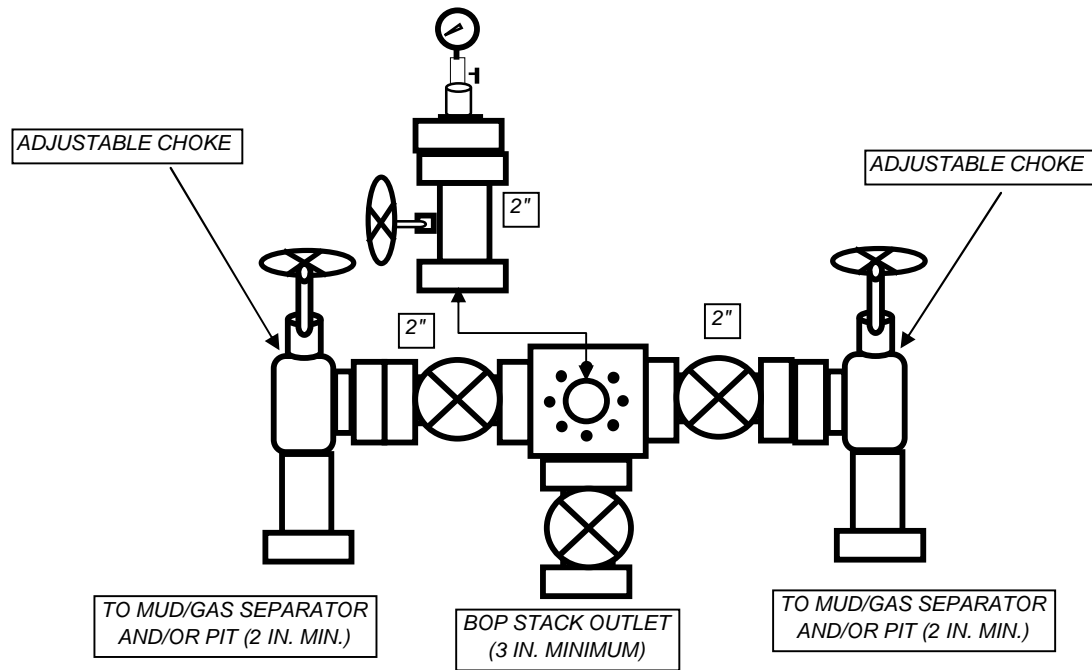
F. Miscellaneous Information:

The Blow-Out Preventer and related pressure control equipment will be installed, tested and maintained in compliance with the specifications in and requirements of *Onshore Oil & Gas Order Number 2*. The hydraulic BOP closing unit will be located at least twenty-five (25) feet from the well head but readily accessible to the driller. Exact locations and configurations of the hydraulic BOP closing unit will depend upon the particular rig contracted to drill this hole.

A flare line will be installed after the choke manifold, extending 125 feet (minimum) from the center of the drill hole to a separate flare pit.

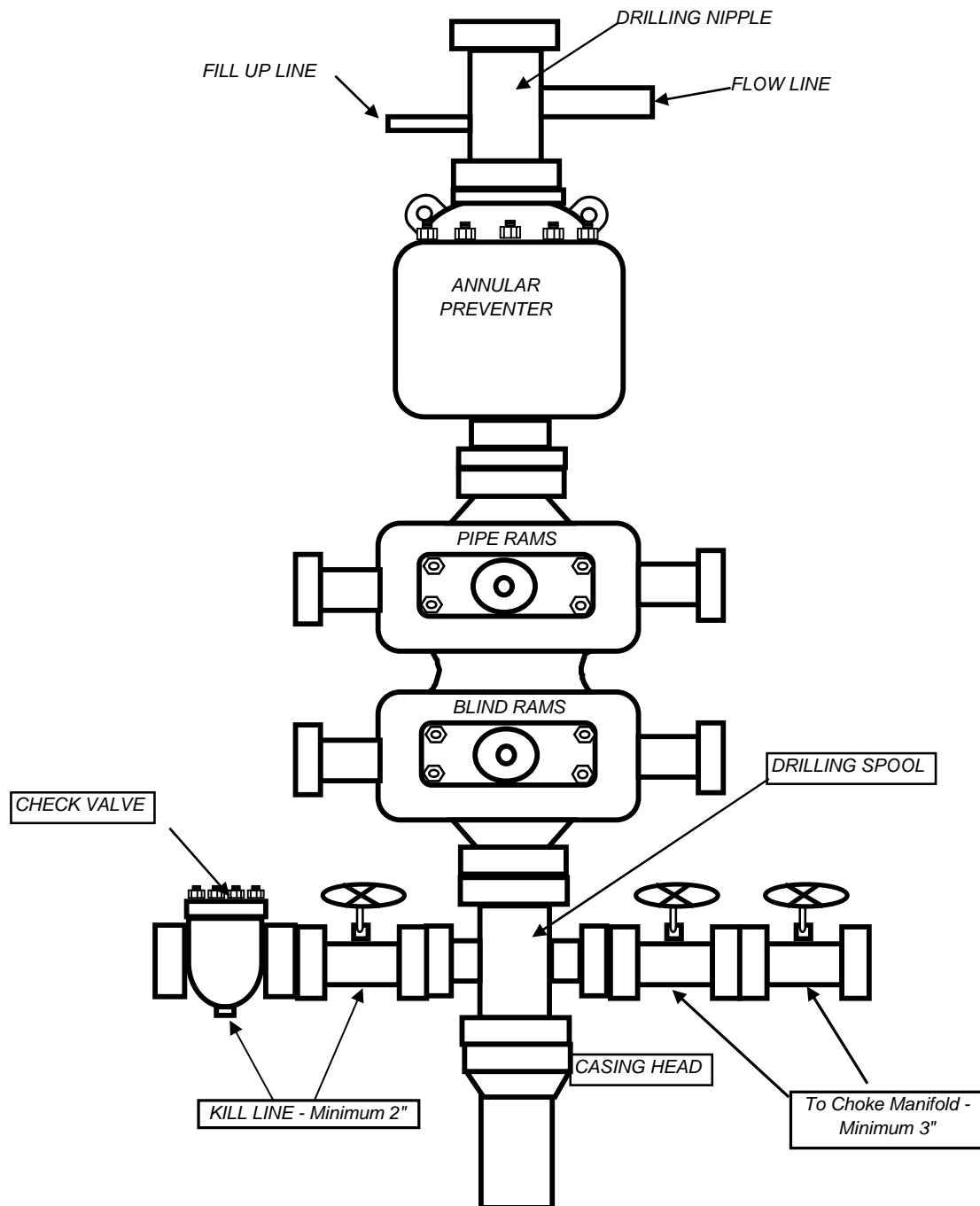
BILL BARRETT CORPORATION

TYPICAL 3,000 p.s.i. CHOKE MANIFOLD



BILL BARRETT CORPORATION

TYPICAL 3,000 p.s.i. BLOWOUT PREVENTER



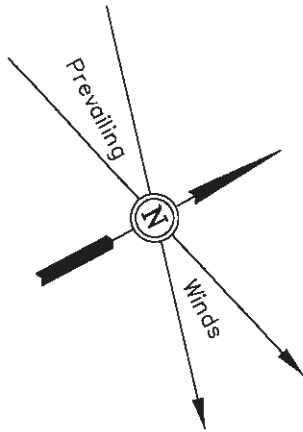
BILL BARRETT CORPORATION

LOCATION LAYOUT FOR

#14X-22-46 DLB
SECTION 22, T4S, R6W, U.S.B.&M.
277' FSL 1055' FWL

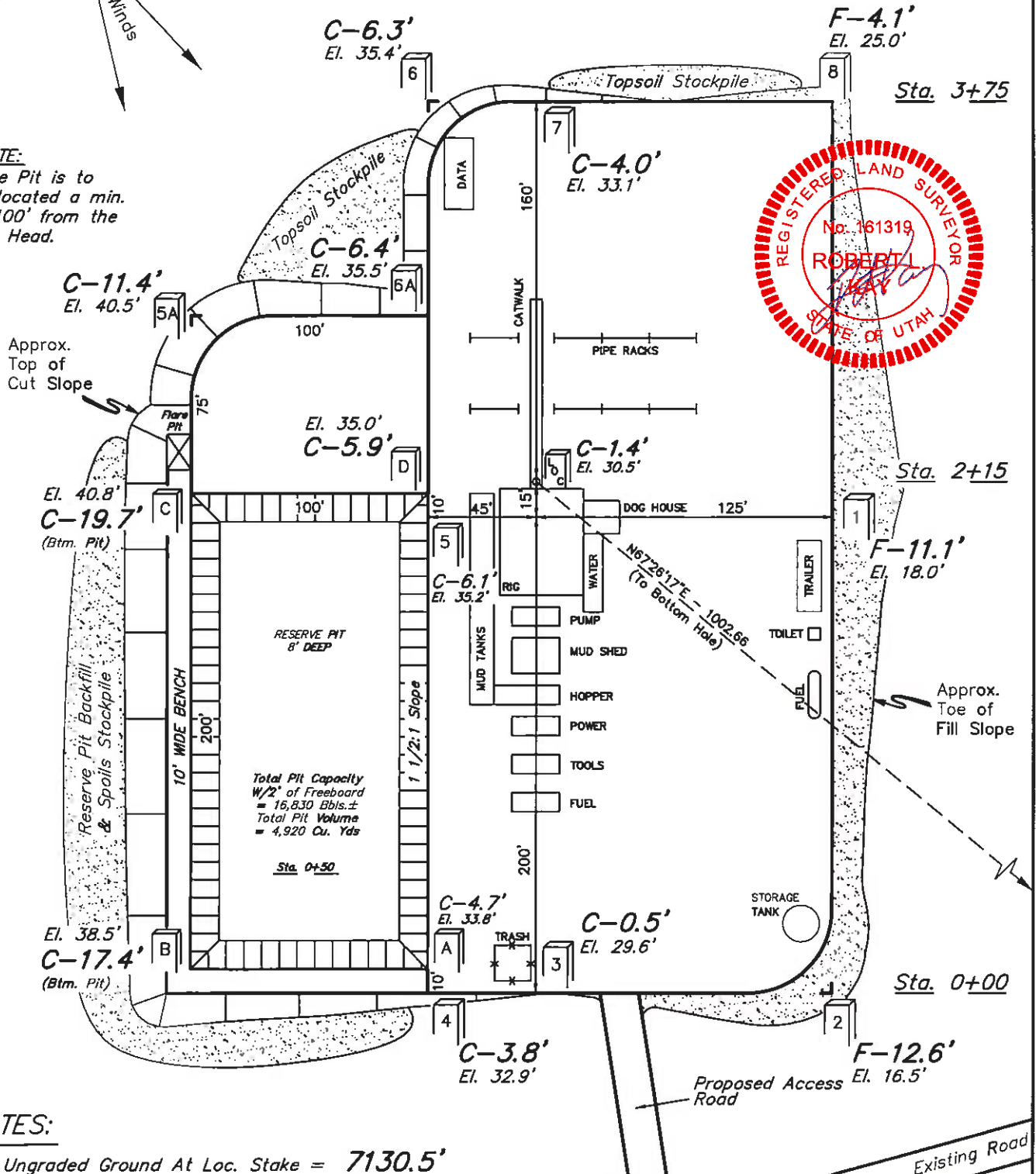
FIGURE #1

SCALE: 1" = 60'
DATE: 04-23-07
DRAWN BY: P.M.
REVISED: 05-10-10 S.L.



NOTE:

Flare Pit is to be located a min. of 100' from the Well Head.



NOTES:

Elev. Ungraded Ground At Loc. Stake = 7130.5'
FINISHED GRADE ELEV. AT LOC. STAKE = 7129.1'

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TYPICAL CROSS SECTIONS FOR

14X-22-46 DLB

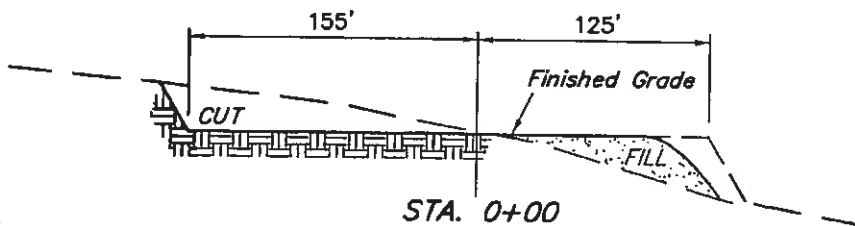
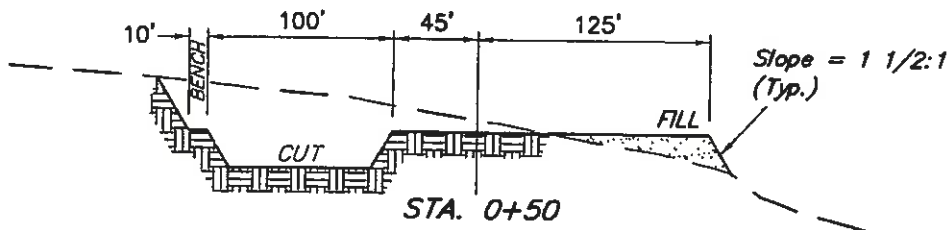
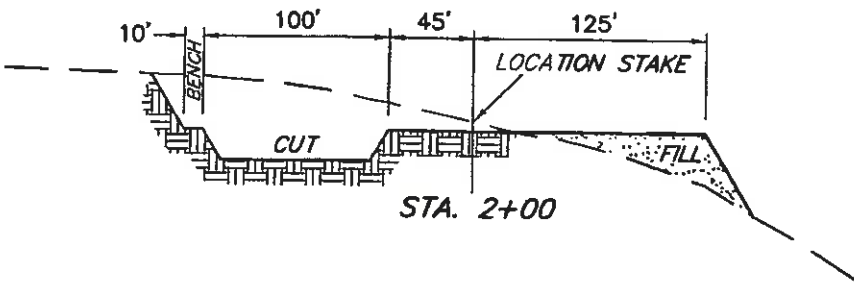
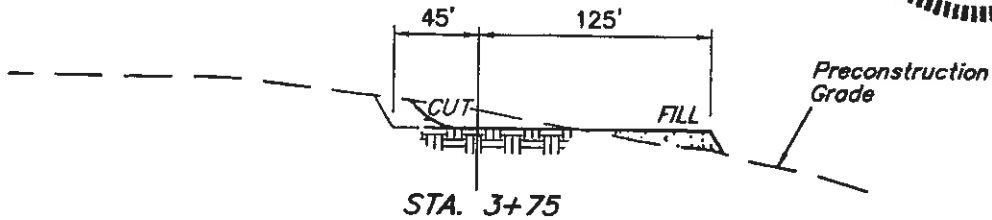
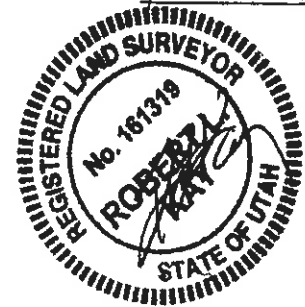
SECTION 22, T4S, R6W, U.S.B. & M.

277 FSL, 1055 FWL

FIGURE #2

1" = 40'
X-Section
Scale
1" = 100'

DATE: 04-23-07
DRAWN BY: P.M.



NOTE:

Topsoil should not be Stripped Below Finished Grade on Substructure Area.

* NOTE:

FILL QUANTITY INCLUDES 5% FOR COMPACTION

APPROXIMATE YARDAGES

CUT	
(12") Topsoil Stripping	= 4,280 Cu. Yds.
Remaining Location	= 17,690 Cu. Yds.
TOTAL CUT	= 21,970 CU.YDS.
FILL	= 8,790 CU.YDS.

EXCESS MATERIAL	= 13,180 Cu. Yds.
Topsoil & Pit Backfill (1/2 Pit Vol.)	= 6,740 Cu. Yds.
EXCESS UNBALANCE (After Interim Rehabilitation)	= 6,440 Cu. Yds.

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BILL BARRETT CORPORATION

14X-22-46 DLB

LOCATED IN DUCHESNE COUNTY, UTAH
SECTION 22, T4S, R6W, U.S.B.&M.



PHOTO: VIEW FROM CORNER #5 TO LOCATION STAKE

CAMERA ANGLE: NORTHEASTERLY



PHOTO: VIEW FROM BEGINNING OF PROPOSED ACCESS

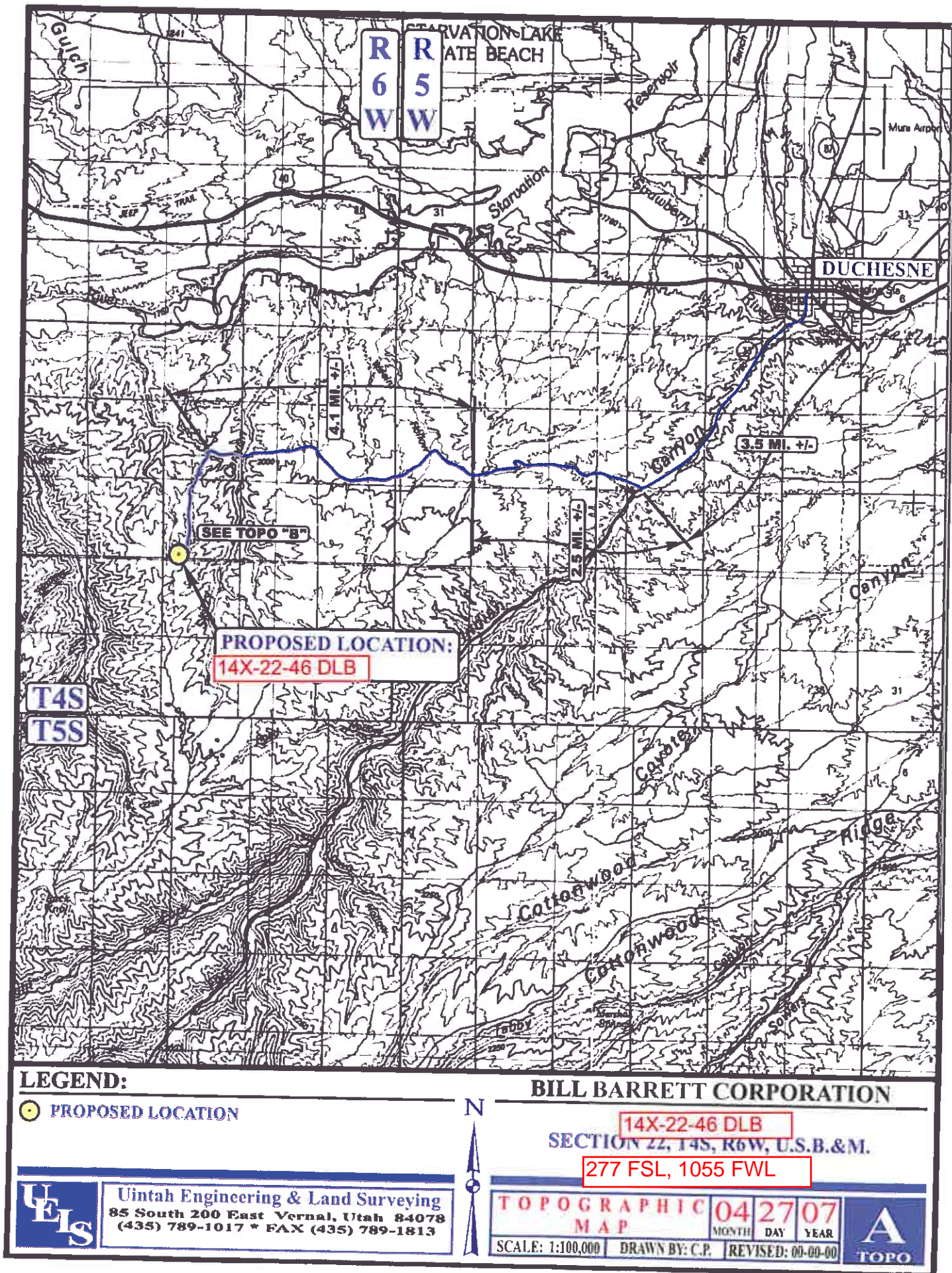
CAMERA ANGLE: NORTHWESTERLY



UELS Uintah Engineering & Land Surveying
85 South 200 East Vernal, Utah 84078
435-789-1017 uels@uelsinc.com

T O P O G R A P H I C			04	27	07
M A P			MONTH	DAY	YEAR
TAKEN BY: D.S.		DRAWN BY: C.P.		REVISED: 00-00-00	

PHOTO



T4S

R
6
W

DUCHESNE 10.1 MI. +/-

1.5 MI. +/-

PROPOSED LOCATION:
14X-22-46 DLB

PROPOSED ACCESS 110' +/-

LEGEND:

— EXISTING ROAD
- - - PROPOSED ACCESS ROAD

BILL BARRETT CORPORATION

14X-22-46 DLB

SECTION 22, T4S, R6W, U.S.B.&M.

277 FSL, 1055 FWL



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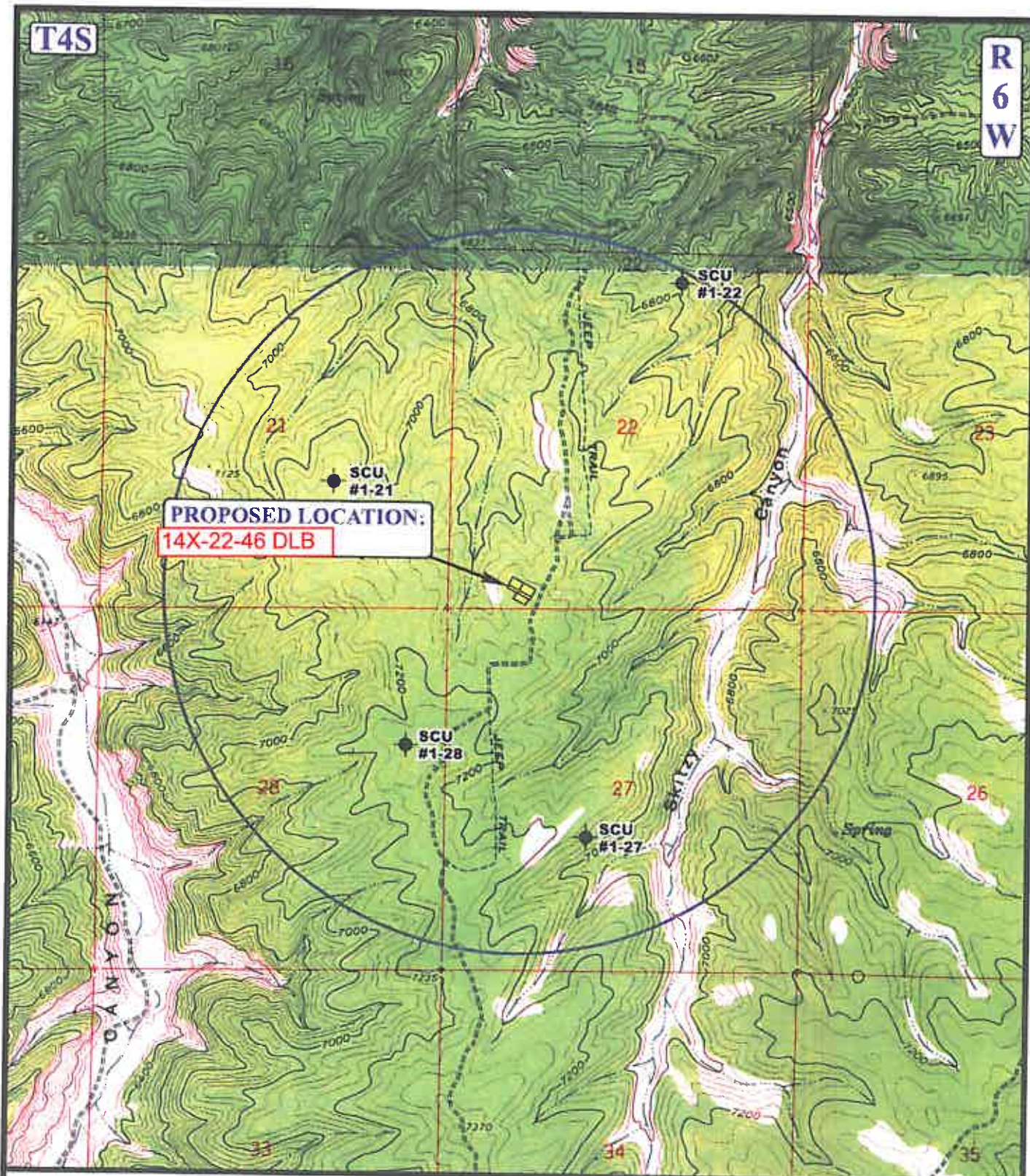


TOPOGRAPHIC MAP 04 27 07
MONTH DAY YEAR

SCALE: 1" = 2000' DRAWN BY: C.P. REVISED: 00-00-00

B
TOPO

T4S

R
6
W**LEGEND:**

- | | |
|-------------------|-------------------------|
| ○ DISPOSAL WELLS | ○ WATER WELLS |
| ● PRODUCING WELLS | ● ABANDONED WELLS |
| ● SHUT IN WELLS | ● TEMPORARILY ABANDONED |

BILL BARRETT CORPORATION

14X-22-46 DLB

SECTION 22, T4S, R6W, U.S.B. & M.

277 FSL, 1055 FWL



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TOPOGRAPHIC
MAP

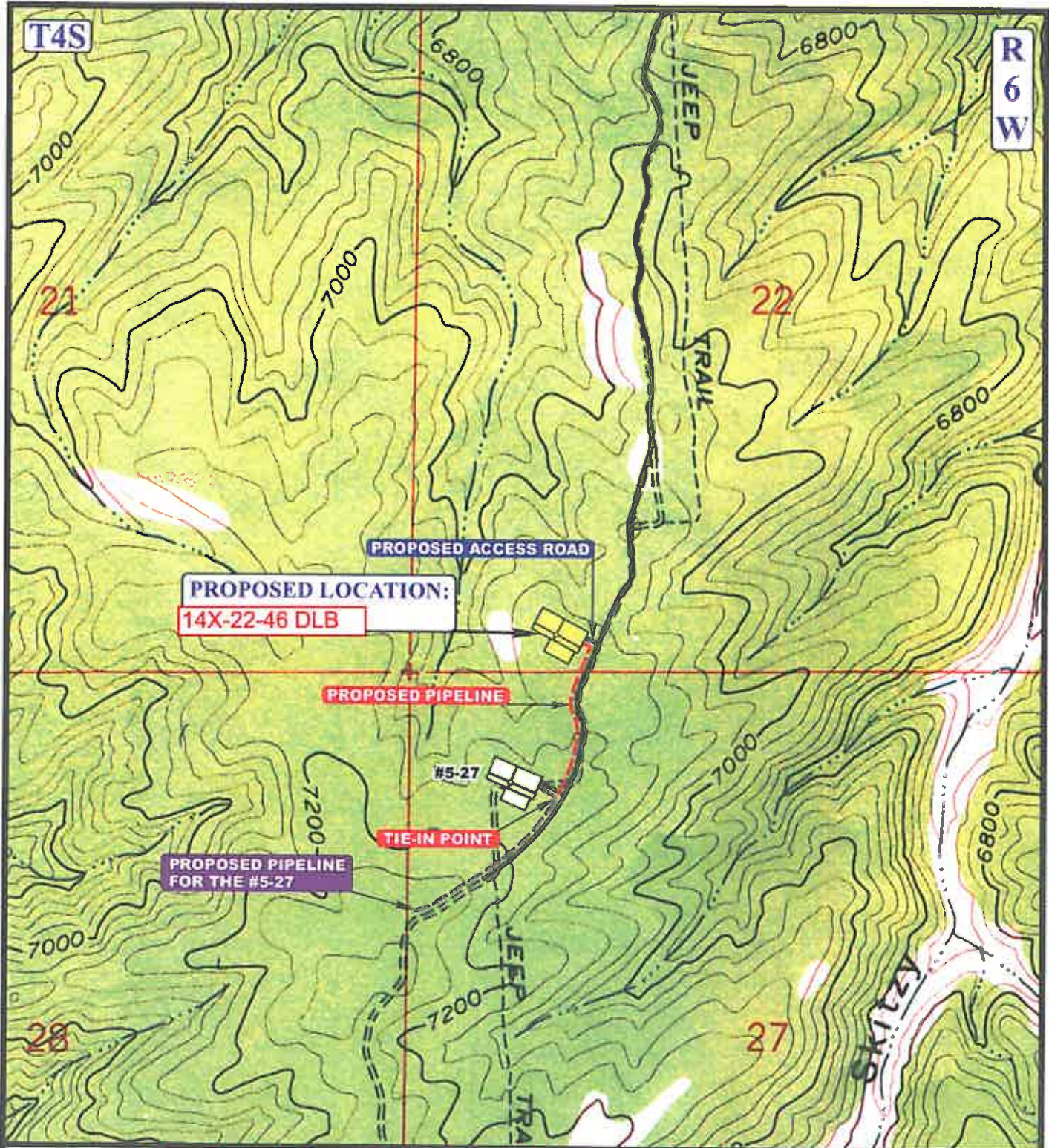
04 27 07
MONTH DAY YEAR

SCALE: 1" = 2000'

DRAWN BY: C.P.

REVISED: 00-00-00

C
TOPO



APPROXIMATE TOTAL PIPELINE DISTANCE = 1,163' +/-

LEGEND:

- PROPOSED ACCESS ROAD
- EXISTING 2-TRACK NEEDS UPGRADED
- PROPOSED PIPELINE
- PROPOSED PIPELINE (SERVICING OTHER WELLS)



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14X-22-46 DLB

SECTION 22, T4S, R6W, U.S.B.&M.

277 FSL, 1055 FWL

TOPOGRAPHIC
MAP

04 27 07
MONTH DAY YEAR

SCALE: 1" = 1000'

DRAWN BY: C.P.

REVISED: 00-00-00

D
TOPO

WELL DETAILS: 14X-22-46 DLB

Ground Level: 0.00
 +N/-S +E/-W Northing Easting Latitude Longitude Slot
 0.00 0.00 649307.540 2264584.588 40° 6' 43.864 10° 33' 14.3195 W



Azimuths to Grid North
 True North: -0.61°
 Magnetic North: 11.08°
 Magnetic Field
 Strength: 52398.0nT
 Dip Angle: 65.80°
 Date: 12/31/2009
 Model: IGRF200510

SECTION DETAILS

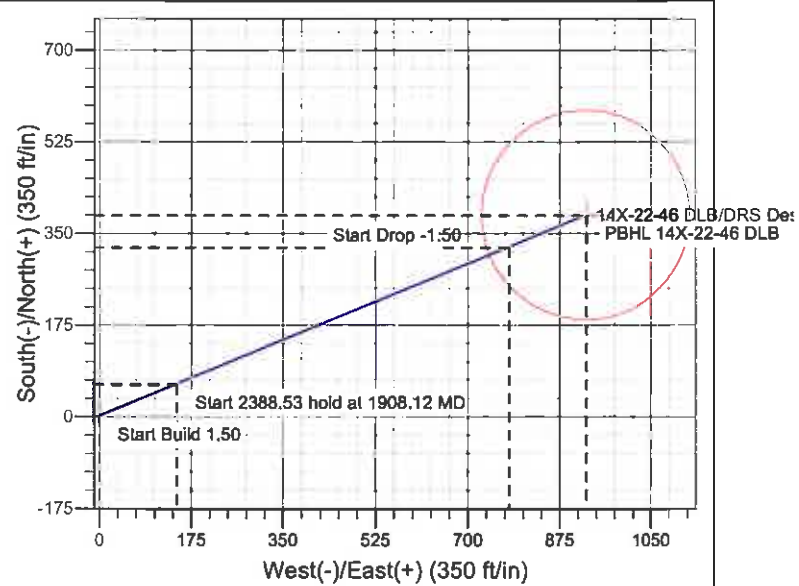
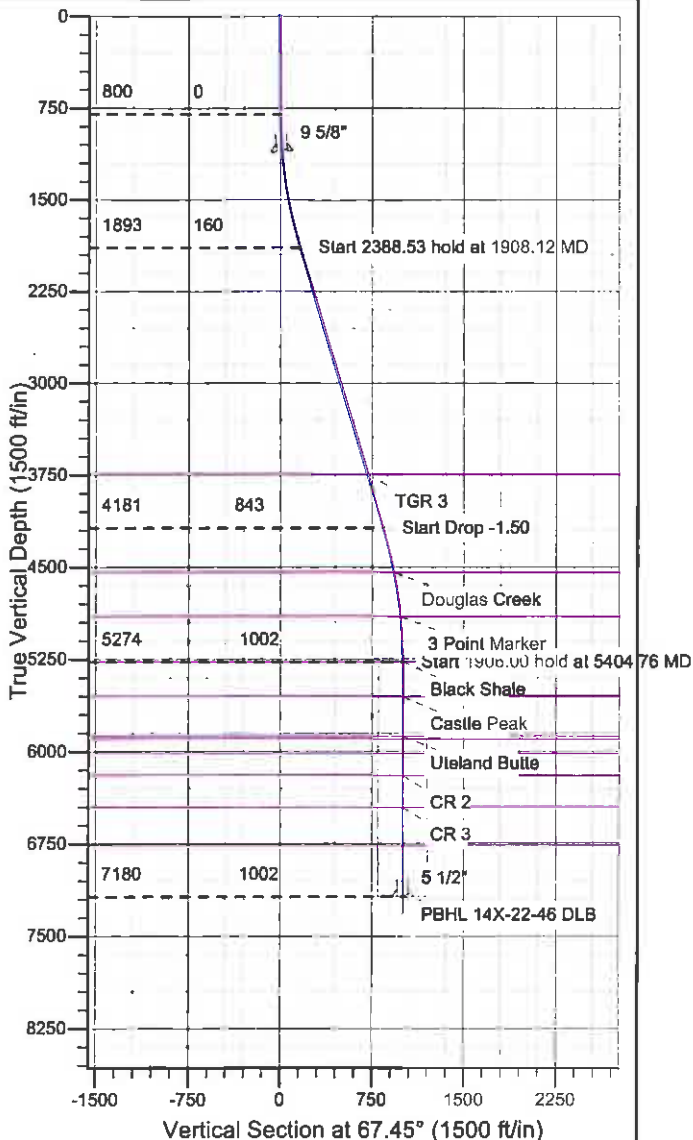
Sec	MD	Inc	Azi	TVD	+N/-S	+E/-W	DLeg	TFace	VSec	Target
1	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	
2	800.00	0.00	0.00	800.00	0.00	0.00	0.00	0.00	0.00	
3	1908.12	16.62	67.45	1892.64	61.22	147.40	1.50	67.45	159.61	
4	296.65	16.62	67.45	4181.36	323.26	778.40	0.00	0.00	842.85	
5	5404.76	0.00	0.00	5274.00	384.48	925.80	1.50	180.00	1002.46	
6	7310.76	0.00	0.00	7180.00	384.48	925.80	0.00	0.00	1002.46	PBHL 14X-22-46 DLB

CASING DETAILS

TVD	MD	Name	Size
1100.00	1100.31	9 5/8"	9-5/8
7179.24	7310.00	5 1/2"	5-1/2

REFERENCE INFORMATION

Co-ordinate (N/E) Reference: Well 14X-22-46 DLB, Grid North
 Vertical (TVD) Reference: WELL @ 7129.10ft (Original Well Elev)
 Section (VS) Reference: Slot - (0.00N, 0.00E)
 Measured Depth Reference: WELL @ 7129.10ft (Original Well Elev)
 Calculation Method: Minimum Curvature



FORMATION TOP DETAILS

TVDP	MD	Formation
3744.00	3840.21	TGR 3
4544.00	4670.24	Douglas Creek
4904.00	5034.18	3 Point Marker
5274.00	5404.76	Black Shale
5554.00	5684.76	Castle Peak
5874.00	6004.76	Uteland Butte
5899.00	6029.76	CR 1
6019.00	6149.76	Wasatch
6194.00	6324.76	CR 2
6454.00	6584.76	CR 3
6769.00	6899.76	CR 4

BILL BARRETT CORP

DUCHESNE COUNTY, UT (NAD 27)

14-22-46 DLB

14X-22-46 DLB

14X-22-46 DLB

Plan: DRS Design 1

Standard Planning Report

10 May, 2010

BBC

Planning Report

Database:	Compass	Local Co-ordinate Reference:	Well 14X-22-46 DLB
Company:	BILL BARRETT CORP	TVD Reference:	WELL @ 7129.10ft (Original Well Elev)
Project:	DUCHESNE COUNTY, UT (NAD 27)	MD Reference:	WELL @ 7129.10ft (Original Well Elev)
Site:	14-22-46 DLB	North Reference:	Grid
Well:	14X-22-46 DLB	Survey Calculation Method:	Minimum Curvature
Wellbore:	14X-22-46 DLB		
Design:	DRS Design 1		

Project	DUCHESNE COUNTY, UT (NAD 27)		
Map System:	US State Plane 1927 (Exact solution)	System Datum:	Ground Level
Geo Datum:	NAD 1927 (NADCON CONUS)		
Map Zone:	Utah Central 4302		

Site	14-22-46 DLB		
Site Position:		Northing:	649,300.270 ft
From:	Lat/Long	Easting:	2,264,597.708 ft
Position Uncertainty:	0.00 ft	Slot Radius:	"
		Latitude:	40° 6' 43.790 N
		Longitude:	110° 33' 14.1516 W
		Grid Convergence:	0.61 °

Well	14X-22-46 DLB,		
Well Position	+N/-S	7.27 ft	Northing:
	+E/-W	-13.12 ft	Easting:
Position Uncertainty	0.00 ft	Wellhead Elevation:	ft
		Latitude:	40° 6' 43.864 N
		Longitude:	110° 33' 14.3195 W
		Ground Level:	0.00 ft

Wellbore	14X-22-46 DLB				
Magnetics	Model Name	Sample Date	Declination (°)	Dip Angle (°)	Field Strength (nT)
	IGRF200510	12/31/2009	11.69	65.80	52,398

Design	DRS Design 1			
Audit Notes:				
Version:	1	Phase:	PROTOTYPE	Tie On Depth:
				0.00

Vertical Section:	Depth From (TVD)	+N/-S	+E/-W	Direction
	(ft)	(ft)	(ft)	(°)
	0.00	0.00	0.00	67.45

Plan Sections										
Measured Depth (ft)	Inclination (°)	Azimuth (°)	Vertical Depth (ft)	+N/-S (ft)	+E/-W (ft)	Dogleg Rate (°/100ft)	Build Rate (°/100ft)	Turn Rate (°/100ft)	TFO (°)	Target
0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	
800.00	0.00	0.00	800.00	0.00	0.00	0.00	0.00	0.00	0.00	
1,908.12	16.62	67.45	1,892.64	61.22	147.40	1.50	1.50	0.00	67.45	
4,296.65	16.62	67.45	4,181.36	323.26	778.40	0.00	0.00	0.00	0.00	
5,404.76	0.00	0.00	5,274.00	384.48	925.80	1.50	-1.50	0.00	180.00	
7,310.76	0.00	0.00	7,180.00	384.48	925.80	0.00	0.00	0.00	0.00	PBHL 14X-22-46 D

BBC

Planning Report

Database: Compass
Company: BILL BARRETT CORP
Project: DUCHESNE COUNTY, UT (NAD 27)
Site: 14-22-46 DLB
Well: 14X-22-46 DLB
Wellbore: 14X-22-46 DLB
Design: DRS Design 1

Local Co-ordinate Reference: Well 14X-22-46 DLB
TVD Reference: WELL @ 7129.10ft (Original Well Elev)
MD Reference: WELL @ 7129.10ft (Original Well Elev)
North Reference: Grid
Survey Calculation Method: Minimum Curvature

Planned Survey

Measured Depth (ft)	Inclination (°)	Azimuth (°)	Vertical Depth (ft)	+N/-S (ft)	+E/-W (ft)	Vertical Section (ft)	Dogleg Rate (°/100ft)	Build Rate (°/100ft)	Turn Rate (°/100ft)
0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
100.00	0.00	0.00	100.00	0.00	0.00	0.00	0.00	0.00	0.00
200.00	0.00	0.00	200.00	0.00	0.00	0.00	0.00	0.00	0.00
300.00	0.00	0.00	300.00	0.00	0.00	0.00	0.00	0.00	0.00
400.00	0.00	0.00	400.00	0.00	0.00	0.00	0.00	0.00	0.00
500.00	0.00	0.00	500.00	0.00	0.00	0.00	0.00	0.00	0.00
600.00	0.00	0.00	600.00	0.00	0.00	0.00	0.00	0.00	0.00
700.00	0.00	0.00	700.00	0.00	0.00	0.00	0.00	0.00	0.00
800.00	0.00	0.00	800.00	0.00	0.00	0.00	0.00	0.00	0.00
900.00	1.50	67.45	899.99	0.50	1.21	1.31	1.50	1.50	0.00
1,000.00	3.00	67.45	999.91	2.01	4.83	5.23	1.50	1.50	0.00
1,100.00	4.50	67.45	1,099.69	4.52	10.87	11.77	1.50	1.50	0.00
1,100.31	4.50	67.45	1,100.00	4.53	10.90	11.80	1.50	1.50	0.00
9 5/8"									
1,200.00	6.00	67.45	1,199.27	8.03	19.32	20.92	1.50	1.50	0.00
1,300.00	7.50	67.45	1,298.57	12.53	30.18	32.68	1.50	1.50	0.00
1,400.00	9.00	67.45	1,397.54	18.04	43.43	47.03	1.50	1.50	0.00
1,500.00	10.50	67.45	1,496.09	24.53	59.07	63.96	1.50	1.50	0.00
1,600.00	12.00	67.45	1,594.16	32.01	77.09	83.47	1.50	1.50	0.00
1,700.00	13.50	67.45	1,691.70	40.48	97.47	105.54	1.50	1.50	0.00
1,800.00	15.00	67.45	1,788.62	49.92	120.20	130.15	1.50	1.50	0.00
1,900.00	16.50	67.45	1,884.86	60.33	145.27	157.30	1.50	1.50	0.00
1,908.12	16.62	67.45	1,892.64	61.22	147.40	159.61	1.50	1.50	0.00
2,000.00	16.62	67.45	1,980.68	71.30	171.68	185.89	0.00	0.00	0.00
2,100.00	16.62	67.45	2,076.50	82.27	198.10	214.50	0.00	0.00	0.00
2,200.00	16.62	67.45	2,172.33	93.24	224.51	243.10	0.00	0.00	0.00
2,300.00	16.62	67.45	2,268.15	104.21	250.93	271.71	0.00	0.00	0.00
2,400.00	16.62	67.45	2,363.97	115.18	277.35	300.31	0.00	0.00	0.00
2,500.00	16.62	67.45	2,459.79	126.15	303.77	328.92	0.00	0.00	0.00
2,600.00	16.62	67.45	2,555.61	137.12	330.18	357.52	0.00	0.00	0.00
2,700.00	16.62	67.45	2,651.43	148.09	356.60	386.13	0.00	0.00	0.00
2,800.00	16.62	67.45	2,747.25	159.07	383.02	414.73	0.00	0.00	0.00
2,900.00	16.62	67.45	2,843.08	170.04	409.44	443.34	0.00	0.00	0.00
3,000.00	16.62	67.45	2,938.90	181.01	435.85	471.94	0.00	0.00	0.00
3,100.00	16.62	67.45	3,034.72	191.98	462.27	500.55	0.00	0.00	0.00
3,200.00	16.62	67.45	3,130.54	202.95	488.69	529.16	0.00	0.00	0.00
3,300.00	16.62	67.45	3,226.36	213.92	515.11	557.76	0.00	0.00	0.00
3,400.00	16.62	67.45	3,322.18	224.89	541.52	586.37	0.00	0.00	0.00
3,500.00	16.62	67.45	3,418.00	235.86	567.94	614.97	0.00	0.00	0.00
3,600.00	16.62	67.45	3,513.83	246.83	594.36	643.58	0.00	0.00	0.00
3,700.00	16.62	67.45	3,609.65	257.81	620.78	672.18	0.00	0.00	0.00
3,800.00	16.62	67.45	3,705.47	268.78	647.19	700.79	0.00	0.00	0.00
3,840.21	16.62	67.45	3,744.00	273.19	657.82	712.29	0.00	0.00	0.00
TGR 3									
3,900.00	16.62	67.45	3,801.29	279.75	673.61	729.39	0.00	0.00	0.00
4,000.00	16.62	67.45	3,897.11	290.72	700.03	758.00	0.00	0.00	0.00
4,100.00	16.62	67.45	3,992.93	301.69	726.45	786.60	0.00	0.00	0.00
4,200.00	16.62	67.45	4,088.75	312.66	752.86	815.21	0.00	0.00	0.00
4,296.65	16.62	67.45	4,181.36	323.26	778.40	842.85	0.00	0.00	0.00
4,300.00	16.57	67.45	4,184.58	323.63	779.28	843.81	1.50	-1.50	0.00
4,400.00	15.07	67.45	4,280.78	334.09	804.46	871.07	1.50	-1.50	0.00
4,500.00	13.57	67.45	4,377.67	343.57	827.30	895.81	1.50	-1.50	0.00
4,600.00	12.07	67.45	4,475.18	352.09	847.80	918.00	1.50	-1.50	0.00
4,670.24	11.02	67.45	4,544.00	357.48	860.78	932.06	1.50	-1.50	0.00

BBC Planning Report

Database: Compass
Company: BILL BARRETT CORP
Project: DUCHESNE COUNTY, UT (NAD 27)
Site: 14-22-46 DLB
Well: 14X-22-46 DLB
Wellbore: 14X-22-46 DLB
Design: DRS Design 1

Local Co-ordinate Reference: Well 14X-22-46 DLB
TVD Reference: WELL @ 7129.10ft (Original Well Elev)
MD Reference: WELL @ 7129.10ft (Original Well Elev)
North Reference: Grid
Survey Calculation Method: Minimum Curvature

Planned Survey

Measured Depth (ft)	Inclination (°)	Azimuth (°)	Vertical Depth (ft)	+N/-S (ft)	+E/-W (ft)	Vertical Section (ft)	Dogleg Rate (°/100ft)	Bulld Rate (°/100ft)	Turn Rate (°/100ft)
Douglas Creek									
4,700.00	10.57	67.45	4,573.23	359.61	865.93	937.63	1.50	-1.50	0.00
4,800.00	9.07	67.45	4,671.76	366.16	881.68	954.69	1.50	-1.50	0.00
4,900.00	7.57	67.45	4,770.71	371.71	895.04	969.16	1.50	-1.50	0.00
5,000.00	6.07	67.45	4,869.99	376.26	906.01	981.04	1.50	-1.50	0.00
5,034.18	5.56	67.45	4,904.00	377.59	909.21	984.50	1.50	-1.50	0.00
3 Point Marker									
5,100.00	4.57	67.45	4,969.56	379.82	914.58	990.31	1.50	-1.50	0.00
5,200.00	3.07	67.45	5,069.34	382.38	920.73	996.98	1.50	-1.50	0.00
5,300.00	1.57	67.45	5,169.25	383.93	924.47	1,001.03	1.50	-1.50	0.00
5,400.00	0.07	67.45	5,269.24	384.48	925.80	1,002.46	1.50	-1.50	0.00
5,404.76	0.00	0.00	5,274.00	384.48	925.80	1,002.46	1.50	-1.50	0.00
Black Shale									
5,500.00	0.00	0.00	5,369.24	384.48	925.80	1,002.46	0.00	0.00	0.00
5,600.00	0.00	0.00	5,469.24	384.48	925.80	1,002.46	0.00	0.00	0.00
5,684.76	0.00	0.00	5,554.00	384.48	925.80	1,002.46	0.00	0.00	0.00
Castle Peak									
5,700.00	0.00	0.00	5,569.24	384.48	925.80	1,002.46	0.00	0.00	0.00
5,800.00	0.00	0.00	5,669.24	384.48	925.80	1,002.46	0.00	0.00	0.00
5,900.00	0.00	0.00	5,769.24	384.48	925.80	1,002.46	0.00	0.00	0.00
6,000.00	0.00	0.00	5,869.24	384.48	925.80	1,002.46	0.00	0.00	0.00
6,004.76	0.00	0.00	5,874.00	384.48	925.80	1,002.46	0.00	0.00	0.00
Uteland Butte									
6,029.76	0.00	0.00	5,899.00	384.48	925.80	1,002.46	0.00	0.00	0.00
CR 1									
6,100.00	0.00	0.00	5,969.24	384.48	925.80	1,002.46	0.00	0.00	0.00
6,149.76	0.00	0.00	6,019.00	384.48	925.80	1,002.46	0.00	0.00	0.00
Wasatch									
6,200.00	0.00	0.00	6,069.24	384.48	925.80	1,002.46	0.00	0.00	0.00
6,300.00	0.00	0.00	6,169.24	384.48	925.80	1,002.46	0.00	0.00	0.00
6,324.76	0.00	0.00	6,194.00	384.48	925.80	1,002.46	0.00	0.00	0.00
CR 2									
6,400.00	0.00	0.00	6,269.24	384.48	925.80	1,002.46	0.00	0.00	0.00
6,500.00	0.00	0.00	6,369.24	384.48	925.80	1,002.46	0.00	0.00	0.00
6,584.76	0.00	0.00	6,454.00	384.48	925.80	1,002.46	0.00	0.00	0.00
CR 3									
6,600.00	0.00	0.00	6,469.24	384.48	925.80	1,002.46	0.00	0.00	0.00
6,700.00	0.00	0.00	6,569.24	384.48	925.80	1,002.46	0.00	0.00	0.00
6,800.00	0.00	0.00	6,669.24	384.48	925.80	1,002.46	0.00	0.00	0.00
6,899.76	0.00	0.00	6,769.00	384.48	925.80	1,002.46	0.00	0.00	0.00
CR 4									
6,900.00	0.00	0.00	6,769.24	384.48	925.80	1,002.46	0.00	0.00	0.00
7,000.00	0.00	0.00	6,869.24	384.48	925.80	1,002.46	0.00	0.00	0.00
7,100.00	0.00	0.00	6,969.24	384.48	925.80	1,002.46	0.00	0.00	0.00
7,200.00	0.00	0.00	7,069.24	384.48	925.80	1,002.46	0.00	0.00	0.00
7,300.00	0.00	0.00	7,169.24	384.48	925.80	1,002.46	0.00	0.00	0.00
7,310.00	0.00	0.00	7,179.24	384.48	925.80	1,002.46	0.00	0.00	0.00
5 1/2"									
7,310.76	0.00	0.00	7,180.00	384.48	925.80	1,002.46	0.00	0.00	0.00
PBHL 14X-22-46 DLB									

BBC

Planning Report

Database: Compass
Company: BILL BARRETT CORP
Project: DUCHESNE COUNTY, UT (NAD 27)
Site: 14-22-46 DLB
Well: 14X-22-46 DLB
Wellbore: 14X-22-46 DLB
Design: DRS Design 1

Local Co-ordinate Reference: Well 14X-22-46 DLB
TVD Reference: WELL @ 7129.10ft (Original Well Elev)
MD Reference: WELL @ 7129.10ft (Original Well Elev)
North Reference: Grid
Survey Calculation Method: Minimum Curvature

Casing Points

Measured Depth (ft)	Vertical Depth (ft)	Name	Casing Diameter (")	Hole Diameter (")
1,100.31	1,100.00	9 5/8"	9-5/8	12-1/4
7,310.00	7,179.24	5 1/2"	5-1/2	8-3/4

Formations

Measured Depth (ft)	Vertical Depth (ft)	Name	Lithology	Dip (°)	Dip Direction (°)
3,840.21	3,744.00	TGR 3		0.00	
4,670.24	4,544.00	Douglas Creek		0.00	
5,034.18	4,904.00	3 Point Marker		0.00	
5,404.76	5,274.00	Black Shale		0.00	
5,684.76	5,554.00	Castle Peak		0.00	
6,004.76	5,874.00	Uteland Butte		0.00	
6,029.76	5,899.00	CR 1		0.00	
6,149.76	6,019.00	Wasatch		0.00	
6,324.76	6,194.00	CR 2		0.00	
6,584.76	6,454.00	CR 3		0.00	
6,899.76	6,769.00	CR 4		0.00	

Form 3160-4
(August 2007)UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENTFORM APPROVED
OMB No. 1004-0137
Expires: July 31, 2010**WELL COMPLETION OR RECOMPLETION REPORT AND LOG**

1a. Type of Well <input checked="" type="checkbox"/> Oil Well <input type="checkbox"/> Gas Well <input type="checkbox"/> Dry <input type="checkbox"/> Other b. Type of Completion <input type="checkbox"/> New Well <input type="checkbox"/> Work Over <input type="checkbox"/> Deepen <input type="checkbox"/> Plug Back <input type="checkbox"/> Diff. Resvr. Other _____				5. Lease Serial No. 2OG0005608	
2. Name of Operator BILL BARRETT CORPORATION Contact: TRACEY FALLANG E-Mail: tfallang@billbarrettcorp.com				6. If Indian, Allottee or Tribe Name	
3. Address 1099 18TH STREET, SUITE 2300 DENVER, CO 80202			3a. Phone No. (include area code) Ph: 303-312-8134		7. Unit or CA Agreement Name and No.
4. Location of Well (Report location clearly and in accordance with Federal requirements)* At surface SWSW 270FSL 1068FWL At top prod interval reported below SWSW 270FSL 1068FWL At total depth SWSW 270FSL 1068FWL				8. Lease Name and Well No. DLB 14-22-46	
14. Date Spudded 04/28/2010				15. Date T.D. Reached 05/10/2010	
16. Date Completed <input checked="" type="checkbox"/> D & A <input type="checkbox"/> Ready to Prod. 05/10/2010				9. API Well No. 43-013-33660	
18. Total Depth: MD 90 TVD 90				19. Plug Back T.D.: MD TVD	
20. Depth Bridge Plug Set: MD TVD				10. Field and Pool, or Exploratory ALTAMONT	
21. Type Electric & Other Mechanical Logs Run (Submit copy of each)				11. Sec., T., R., M., or Block and Survey or Area Sec 22 T4S R6W Mer UBM	
22. Was well cored? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes (Submit analysis) Was DST run? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes (Submit analysis) Directional Survey? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes (Submit analysis)				12. County or Parish DUCHESNE	
13. State UT				17. Elevations (DF, KB, RT, GL)* 7129 GL	

23. Casing and Liner Record (Report all strings set in well)

Hole Size	Size/Grade	Wt. (#/ft.)	Top (MD)	Bottom (MD)	Stage Cementer Depth	No. of Sk. & Type of Cement	Slurry Vol. (BBL)	Cement Top*	Amount Pulled
26.000	16.000	65.0	0	40		80		0	

24. Tubing Record

Size	Depth Set (MD)	Packer Depth (MD)	Size	Depth Set (MD)	Packer Depth (MD)	Size	Depth Set (MD)	Packer Depth (MD)

25. Producing Intervals

Formation	Top	Bottom	Perforated Interval	Size	No. Holes	Perf. Status
A)						
B)						
C)						
D)						

26. Perforation Record

27. Acid, Fracture, Treatment, Cement Squeeze, Etc.

Depth Interval	Amount and Type of Material

28. Production - Interval A

Date First Produced	Test Date	Hours Tested	Test Production	Oil BBL	Gas MCF	Water BBL	Oil Gravity Corr. API	Gas Gravity	Production Method
			→						
Choke Size	Tbg. Press. Flwg. SI	Csg. Press.	24 Hr. Rate	Oil BBL	Gas MCF	Water BBL	Gas:Oil Ratio	Well Status	
			→						

28a. Production - Interval B

Date First Produced	Test Date	Hours Tested	Test Production	Oil BBL	Gas MCF	Water BBL	Oil Gravity Corr. API	Gas Gravity	Production Method
			→						
Choke Size	Tbg. Press. Flwg. SI	Csg. Press.	24 Hr. Rate	Oil BBL	Gas MCF	Water BBL	Gas:Oil Ratio	Well Status	
			→						

(See Instructions and spaces for additional data on reverse side)

ELECTRONIC SUBMISSION #86292 VERIFIED BY THE BLM WELL INFORMATION SYSTEM

** OPERATOR-SUBMITTED ** OPERATOR-SUBMITTED ** OPERATOR-SUBMITTED **

28b. Production - Interval C

Date First Produced	Test Date	Hours Tested	Test Production	Oil BBL	Gas MCF	Water BBL	Oil Gravity Corr. API	Gas Gravity	Production Method
			→						
Choke Size	Tbg. Press. Flwg. SI	Csg. Press.	24 Hr. Rate	Oil BBL	Gas MCF	Water BBL	Gas:Oil Ratio	Well Status	
			→						

28c. Production - Interval D

Date First Produced	Test Date	Hours Tested	Test Production	Oil BBL	Gas MCF	Water BBL	Oil Gravity Corr. API	Gas Gravity	Production Method
			→						
Choke Size	Tbg. Press. Flwg. SI	Csg. Press.	24 Hr. Rate	Oil BBL	Gas MCF	Water BBL	Gas:Oil Ratio	Well Status	
			→						

29. Disposition of Gas(*Sold, used for fuel, vented, etc.*)
UNKNOWN

30. Summary of Porous Zones (Include Aquifers):

Show all important zones of porosity and contents thereof: Cored intervals and all drill-stem tests, including depth interval tested, cushion used, time tool open, flowing and shut-in pressures and recoveries.

31. Formation (Log) Markers

Formation	Top	Bottom	Descriptions, Contents, etc.	Name	Top Meas. Depth

32. Additional remarks (include plugging procedure):

While drilling the 12 1/4 inch surface hole on this well, Bill Barrett Corporation (BBC) got stuck at a depth of 90 ft and was unable to continue in this wellbore (P&A approval received on 5/10/10). BBC was able to recover the drill collar and the shock sub, leaving the top of the fish (bit and mud motor) at 66 ft. The base of the conductor is measured at 59 ft from the KB of the rig floor. One inch pipe was run to the top of the fish at 66 ft and 80 sx of 15.8 ppg Premium Class G cement was mixed at a yield of 1.15 ft³/sk. Cement was circulated to surface and remained at surface. A rig skid APD was submitted on 5/11/2010.

33. Circle enclosed attachments:

- Electrical/Mechanical Logs (1 full set req'd.)
- Geologic Report
- DST Report
- Directional Survey
- Sundry Notice for plugging and cement verification
- Core Analysis
- Other:

34. I hereby certify that the foregoing and attached information is complete and correct as determined from all available records (see attached instructions):

**Electronic Submission #86292 Verified by the BLM Well Information System.
For BILL BARRETT CORPORATION, sent to the Vernal**

Name (*please print*) TRACEY FALLANG Title PERMIT ANALYST

Signature (Electronic Submission) Date 05/11/2010

Title 18 U.S.C. Section 1001 and Title 43 U.S.C. Section 1212, make it a crime for any person knowingly and willfully to make to any department or agency of the United States any false, fictitious or fraudulent statements or representations as to any matter within its jurisdiction.

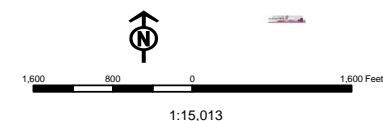
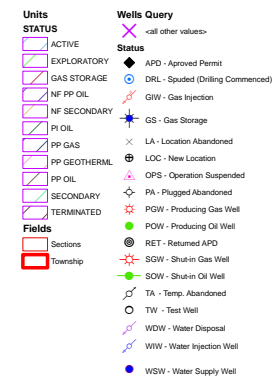
**** ORIGINAL ** ORIGINAL ** ORIGINAL ** ORIGINAL ** ORIGINAL ** ORIGINAL ** ORIGINAL ****

'APIWellNo:43013503510000'

Additional data for transaction #86292 that would not fit on the form

32. Additional remarks, continued

Map Prepared:
Map Produced by Diana Mason





May 11, 2010

Ms. Diana Mason – Petroleum Technician
State of Utah Division of Oil, Gas and Mining
1594 West North Temple, Suite 1210
P. O. Box 145801
Salt Lake City, Utah 84114-5801

Re: Directional Drilling R649-3-11
Lake Canyon Area **#14X-22-46 DLB Well**
Surface: 277' FSL & 1055' FWL - SWSW, 22-T4S-R6W
Bottom Hole: 660' FSL & 1980' FWL - SESW, 22-T4S-R6W
Duchesne County, Utah

Dear Ms. Mason:

Pursuant to the filing of Bill Barrett Corporation's ("BBC") Application for Permit to Drill ("APD") regarding the above referenced well, we are hereby submitting this letter in accordance with Oil & Gas Conservation Rule R649-11, pertaining to Directional Drilling and the Location and Siting of Wells.

- The above-mentioned proposed location is within our Lake Canyon Area.
- BBC is permitting this well as a directional well in order to minimize surface disturbance. By locating the well at the surface location and directionally drilling from this location, BBC will be able to utilize the existing road and pipelines in the area and also minimize surface disturbance.
- BBC hereby certifies it owns a working interest along with Berry Petroleum Company, and together we own 100% of the working interest within 460 feet of the entire directional well bore.
- Our ownership rights under our Exploration and Development Agreement with the Ute Indian Tribe and UDC provides for the drilling of exploratory wells. Said agreement provides that we consult with these owners regarding the drilling of this well.

Based on the information provided, BBC requests that the permit be granted pursuant to R649-3-11. If you should have any questions or need further information, please contact me at 303-312-8544.

Sincerely,



David Watts

1099 18TH STREET
SUITE 2300
DENVER, CO 80202
P 303.293.9100
F 303.291.0420

WORKSHEET

APPLICATION FOR PERMIT TO DRILL

APD RECEIVED: 5/11/2010	API NO. ASSIGNED: 43013503510000
WELL NAME: 14X-22-46 DLB	
OPERATOR: BILL BARRETT CORP (N2165)	PHONE NUMBER: 303 312-8134
CONTACT: Tracey Fallang	
PROPOSED LOCATION: SWSW 22 040S 060W	Permit Tech Review: <input checked="" type="checkbox"/>
SURFACE: 0277 FSL 1055 FWL	Engineering Review: <input type="checkbox"/>
BOTTOM: 0660 FSL 1980 FWL	Geology Review: <input checked="" type="checkbox"/>
COUNTY: DUCHESNE	
LATITUDE: 40.11214	LONGITUDE: -110.55408
UTM SURF EASTINGS: 538002.00	NORTHINGS: 4440088.00
FIELD NAME: ALTAMONT	
LEASE TYPE: 2 - Indian	
LEASE NUMBER: 20G0005608	PROPOSED PRODUCING FORMATION(S): WASATCH
SURFACE OWNER: 2 - Indian	COALBED METHANE: NO

RECEIVED AND/OR REVIEWED:

- ☒ **PLAT**
- ☒ **Bond:** FEDERAL - WYB000040
- ☐ **Potash**
- ☐ **Oil Shale 190-5**
- ☐ **Oil Shale 190-3**
- ☐ **Oil Shale 190-13**
- ☒ **Water Permit:** Duchesne City Culinary Water Dock
- ☐ **RDCC Review:**
- ☐ **Fee Surface Agreement**
- ☐ **Intent to Commingle**

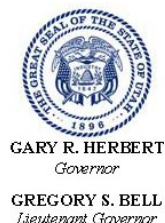
Commingle Approved

LOCATION AND SITING:

- ☐ **R649-2-3.**
- Unit:**
- ☐ **R649-3-2. General**
- ☐ **R649-3-3. Exception**
- ☒ **Drilling Unit**
- Board Cause No:** R649-3-11
- Effective Date:**
- Siting:**
- ☒ **R649-3-11. Directional Drill**

Comments: Presite Completed
RIGSKID FR 4301333660:

Stipulations: 4 - Federal Approval - dmason
15 - Directional - dmason
22 - Rigskid - dmason
23 - Spacing - dmason



State of Utah

DEPARTMENT OF NATURAL RESOURCES

MICHAEL R. STYLER
Executive Director

Division of Oil, Gas and Mining

JOHN R. BAZA
Division Director

Permit To Drill

Well Name: 14X-22-46 DLB
API Well Number: 43013503510000
Lease Number: 2OG0005608
Surface Owner: INDIAN
Approval Date: 5/20/2010

Issued to:

BILL BARRETT CORP, 1099 18th Street Ste 2300, Denver, CO 80202

Authority:

Pursuant to Utah Code Ann. §40-6-1 et seq., and Utah Administrative Code R649-3-1 et seq., the Utah Division of Oil, Gas and Mining issues conditions of approval, and permit to drill the listed well. This permit is issued in accordance with the requirements of R649-3-11. The expected producing formation or pool is the WASATCH Formation(s), completion into any other zones will require filing a Sundry Notice (Form 9). Completion and commingling of more than one pool will require approval in accordance with R649-3-22.

Duration:

This approval shall expire one year from the above date unless substantial and continuous operation is underway, or a request for extension is made prior to the expiration date

General:

Compliance with the requirements of Utah Admin. R. 649-1 et seq., the Oil and Gas Conservation General Rules, and the applicable terms and provisions of the approved Application for permit to drill.

Conditions of Approval:

State approval of this well does not supercede the required federal approval, which must be obtained prior to drilling.

In accordance with Utah Admin. R.649-3-11, Directional Drilling, the operator shall submit a complete angular deviation and directional survey report to the Division within 30 days following completion of the well.

All conditions of approval in the Statement of Basis and RDCC comments from (original well name) permit apply to (new well name).

This proposed well is located in an area for which drilling units (well spacing patterns) have not been established through an order of the Board of Oil, Gas and Mining (the "Board"). In order to avoid the possibility of waste or injury to correlative rights, the operator is requested, once the well has been drilled, completed, and has produced, to analyze geological and engineering data generated therefrom, as well as any similar data from surrounding areas if available. As soon as is practicable after completion of its analysis, and if the analysis suggests an area larger than the quarter-quarter section upon which the well is located is being drained, the operator is requested to seek an appropriate order from the Board establishing drilling and spacing units in conformance with such analysis by filing a Request for Agency Action with the Board.

Notification Requirements:

The operator is required to notify the Division of Oil, Gas and Mining of the following actions during drilling of this well:

- Within 24 hours following the spudding of the well – contact Carol Daniels at 801-538-5284 (please leave a voicemail message if not available)

OR

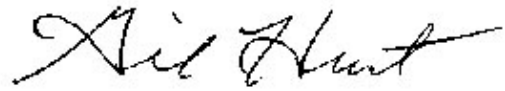
submit an electronic sundry notice (pre-registration required) via the Utah Oil & Gas website at <https://oilgas.ogm.utah.gov>

Reporting Requirements:

All reports, forms and submittals as required by the Utah Oil and Gas Conservation General Rules will be promptly filed with the Division of Oil, Gas and Mining, including but not limited to:

- Entity Action Form (Form 6) – due within 5 days of spudding the well
- Monthly Status Report (Form 9) – due by 5th day of the following calendar month
- Requests to Change Plans (Form 9) – due prior to implementation
- Written Notice of Emergency Changes (Form 9) – due within 5 days
- Notice of Operations Suspension or Resumption (Form 9) – due prior to implementation
- Report of Water Encountered (Form 7) – due within 30 days after completion
- Well Completion Report (Form 8) – due within 30 days after completion or plugging

Approved By:

A handwritten signature in black ink, appearing to read "Gil Hunt", with a stylized, cursive script.

Gil Hunt
Associate Director, Oil & Gas

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

RECEIVED

MAY 11 2010

FORM APPROVED
OMB No. 1004-0136
Expires July 31, 2010

APPLICATION FOR PERMIT TO DRILL OR REENTER

BLM

CONFIDENTIAL

1a. Type of Work: <input checked="" type="checkbox"/> DRILL <input type="checkbox"/> REENTER		5. Lease Serial No. 2OG0005500
1b. Type of Well: <input checked="" type="checkbox"/> Oil Well <input type="checkbox"/> Gas Well <input type="checkbox"/> Other <input type="checkbox"/> Single Zone <input checked="" type="checkbox"/> Multiple Zone		6. If Indian, Allottee or Tribe Name UINTAH AND OURAY
2. Name of Operator BILL BARRETT CORPORATION Contact: TRACEY FALLANG E-Mail: tfallang@billbarrettcorp.com		7. If Unit or CA Agreement, Name and No.
3a. Address 1099 18TH STREET, SUITE 2300 DENVER, CO 80202		8. Lease Name and Well No. 14X-22-46 DLB RgSkid
3b. Phone No. (include area code) Ph: 303.312.8168		9. API Well No. 43-013-50361
4. Location of Well (Report location clearly and in accordance with any State requirements. *) At surface SWSW 277FSL 1055FWL 40.11214 N Lat, 110.55469 W Lon At proposed prod. zone SESW 660FSL 1980FWL		10. Field and Pool, or Exploratory ALTAMONT
14. Distance in miles and direction from nearest town or post office* 11.6 MILES SW OF DUCHESNE		11. Sec., T., R., M., or Blk. and Survey or Area Sec 22 T4S R6W Mer UBM SME: BIA
15. Distance from proposed location to nearest property or lease line, ft. (Also to nearest drig. unit line, if any) 277' SHL, 660 BHL		12. County or Parish DUCHESNE
16. No. of Acres in Lease 124793.50		13. State UT
17. Spacing Unit dedicated to this well 40.00		18. Distance from proposed location to nearest well, drilling, completed, applied for, on this lease, ft. 2750' (ABANDONED WELL)
19. Proposed Depth 7311 MD 7180 TVD		20. BLM/BIA Bond No. on file LPM 849501
21. Elevations (Show whether DF, KB, RT, GL, etc.) 7129 GL		22. Estimated duration 45 DAYS
22. Approximate date work will start 05/11/2010		

24. Attachments

The following, completed in accordance with the requirements of Onshore Oil and Gas Order No. 1, shall be attached to this form:

- | | |
|---|--|
| 1. Well plat certified by a registered surveyor. | 4. Bond to cover the operations unless covered by an existing bond on file (see Item 20 above). |
| 2. A Drilling Plan. | 5. Operator certification |
| 3. A Surface Use Plan (if the location is on National Forest System Lands, the SUPO shall be filed with the appropriate Forest Service Office). | 6. Such other site specific information and/or plans as may be required by the authorized officer. |

25. Signature (Electronic Submission)	Name (Printed/Typed) TRACEY FALLANG Ph: 303.312.8168	Date 05/11/2010
Title PERMIT ANALYST		
Approved by (Signature)	Name (Printed/Typed) James H. Sparger	Date MAY 11 2010
Title ACTING Assistant Field Manager Lands & Mineral Resources	Office VERNAL FIELD OFFICE	

Application approval does not warrant or certify the applicant holds legal or equitable title to those rights in the subject lease which would entitle the applicant to conduct operations thereon.
Conditions of approval, if any, are attached.

CONDITIONS OF APPROVAL ATTACHED

Title 18 U.S.C. Section 1001 and Title 43 U.S.C. Section 1212, make it a crime for any person knowingly and willfully to make to any department or agency of the United States any false, fictitious or fraudulent statements or representations as to any matter within its jurisdiction.

RECEIVED

MAY 19 2010

Additional Operator Remarks (see next page)

Electronic Submission #86272 verified by the BLM Well Information System
For BILL BARRETT CORPORATION, sent to the Vernal
Committed to AFMSS for processing by GAIL JENKINS on 05/11/2010 (10GJ1514AE) OF OIL, GAS & MINING

NOTICE OF APPROVAL

UDOGM

** BLM REVISED ** BLM REVISED ** BLM REVISED ** BLM REVISED ** BLM REVISED **

106J1514AE



UNITED STATES DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT
VERNAL FIELD OFFICE

170 South 500 East

VERNAL, UT 84078

(435) 781-4400



CONDITIONS OF APPROVAL FOR APPLICATION FOR PERMIT TO DRILL

Company: Bill Barrett Corporation
Well No: 14X-22-46 DLB Rig Skid
API No: 43-013-50351

Location: SWSW, Sec. 22, T4S, R6W
Lease No: 2OG0005500
Agreement: N/A

OFFICE NUMBER: (435) 781-4400

OFFICE FAX NUMBER: (435) 781-3420

**A COPY OF THESE CONDITIONS SHALL BE FURNISHED TO YOUR
FIELD REPRESENTATIVE TO INSURE COMPLIANCE**

All lease and/or unit operations are to be conducted in such a manner that full compliance is made with the applicable laws, regulations (43 CFR Part 3160), and this approved Application for Permit to Drill including Surface and Downhole Conditions of Approval. The operator is considered fully responsible for the actions of his subcontractors. A copy of the approved APD must be on location during construction, drilling, and completion operations. **This permit is approved for a two (2) year period, or until lease expiration, whichever occurs first. An additional extension, up to two (2) years, may be applied for by sundry notice prior to expiration.**

NOTIFICATION REQUIREMENTS

Construction Activity (Notify Ute Tribe Energy & Minerals Dept. and BLM Environmental Scientist)	- The Ute Tribe Energy & Minerals Dept. and BLM Environmental Scientist shall be notified at least 48 hours in advance of any construction activity. The Ute Tribal office is open Monday through Thursday.
Construction Completion (Notify Ute Tribe Energy & Minerals Dept. and BLM Environmental Scientist)	- Upon completion of the pertinent APD/ROW construction, notify the Ute Tribe Energy & Minerals Dept. for a Tribal Technician to verify the Affidavit of Completion. Notify the BLM Environmental Scientist prior to moving on the drilling rig.
Spud Notice (Notify BLM Petroleum Engineer)	- Twenty-Four (24) hours prior to spudding the well.
Casing String & Cementing (Notify BLM Supv. Petroleum Tech.)	- Twenty-Four (24) hours prior to running casing and cementing all casing strings to: ut_vn_opreport@blm.gov .
BOP & Related Equipment Tests (Notify BLM Supv. Petroleum Tech.)	- Twenty-Four (24) hours prior to initiating pressure tests.
First Production Notice (Notify BLM Petroleum Engineer)	- Within Five (5) business days after new well begins or production resumes after well has been off production for more than ninety (90) days.

***SURFACE USE PROGRAM
CONDITIONS OF APPROVAL (COAs)***

- The operator will strictly adhere to all Stipulations and Conditions of Approval associated with the Bureau of Indian Affairs Site-Specific Environmental Assessment of Ute Tribal 14X-22-46 DLB.
- The operator will refer to the Ute Tribe Green River Development Program Standard Operating Practices (SOP).
- The Ute Tribe Energy & Minerals Department is to be notified, in writing, 48 hours prior to construction.
- Construction Notice shall be given to the department on the Ute Tribe workdays, which are Monday through Thursday. The operator understands that they may be responsible for costs incurred by the Ute Tribe after hours.
- The operator shall assure the Ute Tribe "ALL CONTRACTORS, INCLUDING SUBCONTRACTORS, LEASING CONTRACTORS, AND ETC." have acquired a current and valid Ute Tribal Business License and have "Access Permits" prior to construction, and will have these permits in vehicles at all times.
- You are hereby notified that working under the "umbrella" of a company does not allow you to be in the field, and can be subject to those fines of the Ute Tribe Severance Tax Ordinance.
- Any deviation of submitted APD's and ROW applications the operator will notify the Ute Tribe and BIA in writing and will receive written authorization of any such change with appropriate authorization.
- The operator will implement "Safety and Emergency Plan." The operator's safety director will ensure its compliance.
- All operator employees and/or authorized personnel (sub-contractors) in the field will have approved applicable APD's and ROW permits/authorizations on their person(s) during all phases of construction.
- All vehicular traffic, personnel movement, construction/restoration operations shall be confined to the area examined and approved, and to the existing roadways and/or evaluated access routes.
- All personnel shall refrain from collecting artifacts, any paleontological fossils, and from disturbing any significant cultural resources in the area.
- The personnel from the Ute Tribe Energy & Minerals Department shall be notified should cultural remains from subsurface deposits be exposed or identified during construction. All construction will cease.

**DOWNHOLE PROGRAM
CONDITIONS OF APPROVAL (COAs)**

SITE SPECIFIC DOWNHOLE COAs:

- Well location information is reported on Form 3160-4 Well Completion or Recompletion Report and Log. The actual drilling directional survey well log departure values should be used in calculating the bottom hole well location information (TD bottom footage hole location).
- A copy of the as drilled directional survey shall be submitted to the BLM Vernal Field Office.
- Logging: A Gamma Ray well Log shall be run from the well Total Depth to the surface. A copy of the Gamma Ray well Log shall be submitted to the BLM Vernal Field Office.
- Production casing cement shall be brought up and into the surface casing. The minimum cement top is 200 ft. above the surface casing shoe.
- All blow back fluids from completion operations shall be contained in such a manner that no oil reaches the reserve pit.

All provisions outlined in Onshore Oil & Gas Order #2 Drilling Operations shall be strictly adhered to. The following items are emphasized:

DRILLING/COMPLETION/PRODUCING OPERATING STANDARDS

- The spud date and time shall be reported orally to Vernal Field Office within 24 hours of spudding.
- Notify Vernal Field Office Supervisory Petroleum Engineering Technician at least 24 hours in advance of casing cementing operations and BOPE & casing pressure tests.
- All requirements listed in Onshore Order #2 III. E. Special Drilling Operations are applicable for air drilling of surface hole.
- Blowout prevention equipment (BOPE) shall remain in use until the well is completed or abandoned. Closing unit controls shall remain unobstructed and readily accessible at all times. Choke manifolds shall be located outside of the rig substructure.
- All BOPE components shall be inspected daily and those inspections shall be recorded in the daily drilling report. Components shall be operated and tested as required by Onshore Oil & Gas Order No. 2 to insure good mechanical working order. All BOPE pressure tests shall be performed by a test pump with a chart recorder and **NOT** by the rig pumps. Test shall be reported in the driller's log.
- BOP drills shall be initially conducted by each drilling crew within 24 hours of drilling out from under the surface casing and weekly thereafter as specified in Onshore Oil & Gas Order No. 2.
- Casing pressure tests are required before drilling out from under all casing strings set and cemented in place.

- No aggressive/fresh hard-banded drill pipe shall be used within casing.
- **Cement baskets shall not be run on surface casing.**
- The operator must report all shows of water or water-bearing sands to the BLM. If flowing water is encountered it must be sampled, analyzed, and a copy of the analyses submitted to the BLM Vernal Field Office.
- The operator must report encounters of all non oil & gas mineral resources (such as Gilsonite, tar sands, oil shale, trona, etc.) to the Vernal Field Office, in writing, within 5 working days of each encounter. Each report shall include the well name/number, well location, date and depth (from KB or GL) of encounter, vertical footage of the encounter and, the name of the person making the report (along with a telephone number) should the BLM need to obtain additional information.
- A complete set of angular deviation and directional surveys of a directional well will be submitted to the Vernal BLM office engineer within 30 days of the completion of the well.
- While actively drilling, chronologic drilling progress reports shall be filed directly with the BLM, Vernal Field Office on a weekly basis in sundry, letter format or e-mail to the Petroleum Engineers until the well is completed.
- A cement bond log (CBL) will be run from the production casing shoe to the top of cement and shall be utilized to determine the bond quality for the production casing. Submit a field copy of the CBL to this office.
- **Please submit an electronic copy of all other logs run on this well in LAS format to UT_VN_Welllogs@BLM.gov. This submission will supersede the requirement for submittal of paper logs to the BLM.**
- There shall be no deviation from the proposed drilling, completion, and/or workover program as approved. Safe drilling and operating practices must be observed. Any changes in operation must have prior approval from the BLM Vernal Field Office.

OPERATING REQUIREMENT REMINDERS:

- All wells, whether drilling, producing, suspended, or abandoned, shall be identified in accordance with 43 CFR 3162.6. There shall be a sign or marker with the name of the operator, lease serial number, well number, and surveyed description of the well.
- In accordance with 43 CFR 3162.4-3, this well shall be reported on the "Monthly Report of Operations" (Oil and Gas Operations Report ((OGOR)) starting with the month in which operations commence and continue each month until the well is physically plugged and abandoned. This report shall be filed in duplicate, directly with the Minerals Management Service, P.O. Box 17110, Denver, Colorado 80217-0110, or call 1-800-525-7922 (303) 231-3650 for reporting information.
- Should the well be successfully completed for production, the BLM Vernal Field office must be notified when it is placed in a producing status. Such notification will be by written communication and must be received in this office by not later than the fifth business day following the date on which the well is placed on production. The notification shall provide, as a minimum, the following informational items:
 - Operator name, address, and telephone number.
 - Well name and number.
 - Well location ($\frac{1}{4}$ Sec., Twn, Rng, and P.M.).
 - Date well was placed in a producing status (date of first production for which royalty will be paid).
 - The nature of the well's production, (i.e., crude oil, or crude oil and casing head gas, or natural gas and entrained liquid hydrocarbons).
 - The Federal or Indian lease prefix and number on which the well is located; otherwise the non-Federal or non-Indian land category, i.e., State or private.
 - Unit agreement and/or participating area name and number, if applicable.
 - Communitization agreement number, if applicable.
- Any venting or flaring of gas shall be done in accordance with Notice to Lessees (NTL) 4A and needs prior approval from the BLM Vernal Field Office.
- All undesirable events (fires, accidents, blowouts, spills, discharges) as specified in NTL 3A will be reported to the BLM, Vernal Field Office. Major events, as defined in NTL3A, shall be reported verbally within 24 hours, followed by a written report within 15 days. "Other than Major Events" will be reported in writing within 15 days. "Minor Events" will be reported on the Monthly Report of Operations and Production.
- Whether the well is completed as a dry hole or as a producer, "Well Completion and Recompletion Report and Log" (BLM Form 3160-4) shall be submitted not later than 30 days after completion of the well or after completion of operations being performed, in accordance with 43 CFR 3162.4-1. Two copies of all logs run, core descriptions, and all other surveys or

data obtained and compiled during the drilling, workover, and/or completion operations, shall be filed on BLM Form 3160-4. Submit with the well completion report a geologic report including, at a minimum, formation tops, and a summary and conclusions. Also include deviation surveys, sample descriptions, strip logs, core data, drill stem test data, and results of production tests if performed. Samples (cuttings, fluid, and/or gas) shall be submitted only when requested by the BLM, Vernal Field Office.

- All off-lease storage, off-lease measurement, or commingling on-lease or off-lease, shall have prior written approval from the BLM Vernal Field Office.
- Oil and gas meters shall be calibrated in place prior to any deliveries. The BLM Vernal Field Office Petroleum Engineers will be provided with a date and time for the initial meter calibration and all future meter proving schedules. A copy of the meter calibration reports shall be submitted to the BLM Vernal Field Office. All measurement facilities will conform to the API standards for liquid hydrocarbons and the AGA standards for natural gas measurement. All measurement points shall be identified as the point of sale or allocation for royalty purposes.
- A schematic facilities diagram as required by Onshore Oil & Gas Order No. 3 shall be submitted to the BLM Vernal Field Office within 30 days of installation or first production, whichever occurs first. All site security regulations as specified in Onshore Oil & Gas Order No. 3 shall be adhered to. All product lines entering and leaving hydrocarbon storage tanks will be effectively sealed in accordance with Onshore Oil & Gas Order No. 3.
- Any additional construction, reconstruction, or alterations of facilities, including roads, gathering lines, batteries, etc., which will result in the disturbance of new ground, shall require the filing of a suitable plan and need prior approval of the BLM Vernal Field Office. Emergency approval may be obtained orally, but such approval does not waive the written report requirement.
- No location shall be constructed or moved, no well shall be plugged, and no drilling or workover equipment shall be removed from a well to be placed in a suspended status without prior approval of the BLM Vernal Field Office. If operations are to be suspended for more than 30 days, prior approval of the BLM Vernal Field Office shall be obtained and notification given before resumption of operations.
- Pursuant to Onshore Oil & Gas Order No. 7, this is authorization for pit disposal of water produced from this well for a period of 90 days from the date of initial production. A permanent disposal method must be approved by this office and in operation prior to the end of this 90-day period. In order to meet this deadline, an application for the proposed permanent disposal method shall be submitted along with any necessary water analyses, as soon as possible, but no later than 45 days after the date of first production. Any method of disposal which has not been approved prior to the end of the authorized 90-day period will be considered as an Incident of Noncompliance and will be grounds for issuing a shut-in order until an acceptable manner for disposing of said water is provided and approved by this office.
- Unless the plugging is to take place immediately upon receipt of oral approval, the Field Office Petroleum Engineers must be notified at least 24 hours in advance of the plugging of the well, in order that a representative may witness plugging operations. If a well is suspended or abandoned, all pits must be fenced immediately until they are backfilled. The "Subsequent Report of Abandonment" (Form BLM 3160-5) must be submitted within 30 days after the actual plugging of the well bore, showing location of plugs, amount of cement in each, and amount of casing left in hole, and the current status of the surface restoration.

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MINING

FORM 6

ENTITY ACTION FORM

Operator: Bill Barrett Corporation Operator Account Number: N 2165
Address: 1099 18th Street, Suite 2300
city Denver
state CO zip 80202 Phone Number: (303) 312-8134

Well 1

API Number	Well Name	QQ	Sec	Twp	Rng	County
4301350351	14X-22-46 DLB	SWSW	22	4S	6W	Duchesne
Action Code	Current Entity Number	New Entity Number	Spud Date		Entity Assignment Effective Date	
A	99999	17604	5/12/2010		6/7/10	
Comments: Spudding Operations conducted by Craig's Roustabout #3 at 8:00 a.m. <i>GRV BHL = SESW</i>						

rig skid from 4301333660

Well 2

API Number	Well Name	QQ	Sec	Twp	Rng	County
Action Code	Current Entity Number	New Entity Number	Spud Date		Entity Assignment Effective Date	
Comments:						

Well 3

API Number	Well Name	QQ	Sec	Twp	Rng	County
Action Code	Current Entity Number	New Entity Number	Spud Date		Entity Assignment Effective Date	
Comments:						

ACTION CODES:

- A** - Establish new entity for new well (single well only)
- B** - Add new well to existing entity (group or unit well)
- C** - Re-assign well from one existing entity to another existing entity
- D** - Re-assign well from one existing entity to a new entity
- E** - Other (Explain in 'comments' section)

RECEIVED
MAY 24 2010

Tracey Fallang

Name (Please Print)
Tracey Fallang

Digitally signed by Tracey Fallang
DN: cn=Tracey Fallang, o=Bill Barrett Corporation, ou=Well Management, email=tracey.fallang@barrettcorp.com, c=US
Date: 2010.05.24 11:29:04 -0700

Signature

Regulatory Analyst

Title

5/24/2010

Date

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING		FORM 9
SUNDRY NOTICES AND REPORTS ON WELLS Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.		5. LEASE DESIGNATION AND SERIAL NUMBER: 20G0005608
1. TYPE OF WELL Oil Well		6. IF INDIAN, ALLOTTEE OR TRIBE NAME: Ute
2. NAME OF OPERATOR: BILL BARRETT CORP		7. UNIT or CA AGREEMENT NAME:
3. ADDRESS OF OPERATOR: 1099 18th Street Ste 2300 , Denver, CO, 80202		8. WELL NAME and NUMBER: 14X-22-46 DLB
4. LOCATION OF WELL FOOTAGES AT SURFACE: 0277 FSL 1055 FWL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: SWSW Section: 22 Township: 04.0S Range: 06.0W Meridian: U		9. API NUMBER: 43013503510000
PHONE NUMBER: 303 312-8164 Ext		9. FIELD and POOL or WILDCAT: ALTAMONT
COUNTY: DUCHESNE		STATE: UTAH
11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA		
TYPE OF SUBMISSION	TYPE OF ACTION	
<input type="checkbox"/> NOTICE OF INTENT Approximate date work will start:	<input type="checkbox"/> ACIDIZE	
<input type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion:	<input type="checkbox"/> ALTER CASING	
<input type="checkbox"/> SPUD REPORT Date of Spud:	<input type="checkbox"/> CASING REPAIR	
<input checked="" type="checkbox"/> DRILLING REPORT Report Date: 6/3/2010	<input type="checkbox"/> CHANGE TO PREVIOUS PLANS	
	<input type="checkbox"/> CHANGE TUBING	
	<input type="checkbox"/> CHANGE WELL STATUS	
	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	
	<input type="checkbox"/> DEEPEN	
	<input type="checkbox"/> FRACTURE TREAT	
	<input type="checkbox"/> OPERATOR CHANGE	
	<input type="checkbox"/> PLUG AND ABANDON	
	<input type="checkbox"/> PRODUCTION START OR RESUME	
	<input type="checkbox"/> RECLAMATION OF WELL SITE	
	<input type="checkbox"/> REPERFORATE CURRENT FORMATION	
	<input type="checkbox"/> SIDETRACK TO REPAIR WELL	
	<input type="checkbox"/> TUBING REPAIR	
	<input type="checkbox"/> VENT OR FLARE	
	<input type="checkbox"/> WATER SHUTOFF	
	<input type="checkbox"/> SI TA STATUS EXTENSION	
	<input type="checkbox"/> WILDCAT WELL DETERMINATION	
	<input type="checkbox"/> OTHER	
	OTHER:	
12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc. <div style="text-align: center;"> May activity report. </div> <div style="text-align: right; margin-top: 20px;"> Accepted by the Utah Division of Oil, Gas and Mining FOR RECORD ONLY June 07, 2010 </div>		
NAME (PLEASE PRINT) Tracey Fallang	PHONE NUMBER 303 312-8134	TITLE Regulatory Analyst
SIGNATURE N/A	DATE 6/5/2010	

#14X-22-46 DLB 5/8/2010 06:00 - 5/9/2010 06:00

API/UWI 43-013-50351	State/Province UT	County Duchesne	Field Name Brundage Canyon/Lake Canyon	Well Status Released for Work	Total Depth (ftKB) 7,355.0	Primary Job Type Drilling/Completion
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Time Log Summary

Move rig & Rig Up - 12, Shut Down wait on daylight - 12

#14X-22-46 DLB 5/9/2010 06:00 - 5/10/2010 06:00

API/UWI 43-013-50351	State/Province UT	County Duchesne	Field Name Brundage Canyon/Lake Canyon	Well Status Released for Work	Total Depth (ftKB) 7,355.0	Primary Job Type Drilling/Completion
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Time Log Summary

Rig up, released trucks @ 9:00 AM. Rig ready to pick up tools. - 12, Wait on rig crew to pick up tools - 12

#14X-22-46 DLB 5/10/2010 06:00 - 5/11/2010 06:00

API/UWI 43-013-50351	State/Province UT	County Duchesne	Field Name Brundage Canyon/Lake Canyon	Well Status Released for Work	Total Depth (ftKB) 7,355.0	Primary Job Type Drilling/Completion
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Time Log Summary

Pick up directional tools. Start daywork @ 06:00 hrs. 5/10/2010 - 1.5, Drill from 59 ft to 97 ft; Spud: 07:30 hrs; 05/10/2010 - 1.5, Work stuck pipe, approx 10 ft off bottom. Got stuck while pumping - 6.5, Pick up surface jars and jar on fish. Held safety meeting - 7.5, Rig up wireline truck and back off fish. Left mud motor and bit in hole. Retrieved 8" Monel, Shock sub and XO sub. Held pre-job safety meeting. - 3.5, Rig up Halliburton and plug well. Held pre-job safety meeting - 3

#14X-22-46 DLB 5/11/2010 06:00 - 5/12/2010 06:00

API/UWI 43-013-50351	State/Province UT	County Duchesne	Field Name Brundage Canyon/Lake Canyon	Well Status Released for Work	Total Depth (ftKB) 7,355.0	Primary Job Type Drilling/Completion
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Time Log Summary

Rig up Halliburton and plug well. Held safety meeting - 3.5, Rig down and prepare to skid. Drilling conductor hole, rat & mouse - 20.5

#14X-22-46 DLB 5/12/2010 06:00 - 5/13/2010 06:00

API/UWI 43-013-50351	State/Province UT	County Duchesne	Field Name Brundage Canyon/Lake Canyon	Well Status Released for Work	Total Depth (ftKB) 7,355.0	Primary Job Type Drilling/Completion
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Time Log Summary

Drill & set conductor, rat & mouse holes - 7, Skid rig ahead - 2.5, Weld on and nipple up conductor - 3.5, Pick up BHA - 1, Drill; 96 ft to 300 ft - 5.5, Change BHA, up MWD tool & orient - 2, Drill; 300 ft to 475 ft - 2.5

#14X-22-46 DLB 5/13/2010 06:00 - 5/14/2010 06:00

API/UWI 43-013-50351	State/Province UT	County Duchesne	Field Name Brundage Canyon/Lake Canyon	Well Status Released for Work	Total Depth (ftKB) 7,355.0	Primary Job Type Drilling/Completion
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Time Log Summary

Drill; 475 ft to 1135 ft, 660 ft, 94.3 ft/hr - 7, Circ sweep around - 0.5, Wiper trip to dc's - 1, Circ sweep around - 0.5, Trip out, l/d 8" tools - 1.5, Safety meeting, rig up and run 9 8/8 casing. Ran 27 jts, 9 5/8", 36#, J55,ST&C casing w/1 shoe jt. guide shoe & float collar. 1137.06 ft, landed @ 1135 ft. - 3, Cement casing. 20 bbl Super flush, 20 bbl water, Lead: 105 sks Hal. light premium, 11 ppg, yld 3.16 ft3/sk, water 19.48 gal/sk; Tail: 220 sks Standard type III, 14.8 ppg, yld 1.35 ft3/sk, water 6.37 gal/sk. Good returns. Returned 56 bbl cement to pit. Bumped plug, floats did not hold. Tested casing to 1500 psi f/30 min, held OK. Held pressure on plug for 6 hrs. - 3, Cut off conductor. Cement did not fall. - 6, Cut off casing, weld on wellhead - 1.5

#14X-22-46 DLB 5/14/2010 06:00 - 5/15/2010 06:00

API/UWI 43-013-50351	State/Province UT	County Duchesne	Field Name Brundage Canyon/Lake Canyon	Well Status Released for Work	Total Depth (ftKB) 7,355.0	Primary Job Type Drilling/Completion
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Time Log Summary

Weld on wellhead & test to 500 psi - 2, Nipple up BOPE - 4, Test BOP. Tested annular to 2500 psi, all other related valves, rams and equipment to 5000 psi, all held OK. Accumulator test OK. Installed wear bushing. - 4.5, Up directional tools & trip in hole - 2.5, Drill cement, plug and 15 ft new hole - 1, EMW test to 10.5 ppg. Bled back to 8.8 ppg in 20 min. Still bleeding slowly. - 0.5, Drill: 1135 to 1360 - 2.5, Change swivel packing, pulled to casing - 1, Drill: 1360 to 1487 - 1.5, Replace swivel packing - 1.5, Drill: 1487 to 1551 - 0.5, Install repeater in string - 1, Drill: 1551 to 1626 - 1.5

#14X-22-46 DLB 5/15/2010 06:00 - 5/16/2010 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-50351	UT	Duchesne	Brundage Canyon/Lake Canyon	Released for Work	7,355.0	Drilling/Completion

Time Log Summary

Drill: 1626 to 2579, 953 ft, 86.6 ft/hr; rotate: 485 ft, Slide: 468 ft (30 slides) - 11, Rig service - 0.5, Drill: 2579 to 3151, 581 ft, 89.4 ft/hr; Rotate 343 ft; Slide: 238 ft (11 slides) - 6.5, Lost circ, Mix & pump LCM, gained full returns. Lost approx 1400 bbls - 2.5, Drill: 3151 to 3404, 253 ft; 12.3 ft/hr. Rotate all 253 ft - 3.5

#14X-22-46 DLB 5/16/2010 06:00 - 5/17/2010 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-50351	UT	Duchesne	Brundage Canyon/Lake Canyon	Released for Work	7,355.0	Drilling/Completion

Time Log Summary

Drill: 3404 to 3943 = 539 ft; 53.9 ft/hr; Rotate: 400 ft; Slide 139 ft (9 slides). Had some problems with Gama Ray computer. - 10, Work on Gama tools. Computer not tracking Pason depth. Pulled 1 std and re-logged the 4 jt interval to get computer on track. - 2, Drill:3943 to 4505 = 562 ft; 46.8 ft/hr. Rotate 454 ft; Slide 108 ft. (6 slides) - 12

#14X-22-46 DLB 5/17/2010 06:00 - 5/18/2010 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-50351	UT	Duchesne	Brundage Canyon/Lake Canyon	Released for Work	7,355.0	Drilling/Completion

Time Log Summary

DRLG F/ 4505' TO 5214' (709' IN 11.5 HR = 61.7 FPH) SLIDE: 908' IN 2.5 HR = 39.2 FPH, ROTATE: 611' IN 9 HR = 67.9 FPH. MM HUNTING 6 3/4' .15 GPR 1.5 BEND 6.24 BTB. - 11.5, RIG SERVICE - 0.5, DRLG F/ 5214' TO 5440' (226' IN 3 HR = 75.3 FPH) SLIDE:35' IN 1 HR = 35 FPH, ROTATE: 191' IN 2 HR 95.5 FPH. - 3, REBOOT MWD - 0.5, WOO. SEND IN GAMMA - 0.5, DRLG F/ 5440' TO 5450' @ 20 FPH - 0.5, WOO. LOST RETURN WHILE CIRC. MIX LCM GET BACK BUILD VOLUME. - 0.5, TOO, STAND BACK DIRC. TOOLS, P/U CORE BARREL, TIH. - 7

#14X-22-46 DLB 5/18/2010 06:00 - 5/19/2010 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-50351	UT	Duchesne	Brundage Canyon/Lake Canyon	Released for Work	7,355.0	Drilling/Completion

Time Log Summary

TIH - 2, CORE #1 F/ 5450' TO 5459' @ 3.6 FPH JAMED BARREL. BARREL PLUGED W/ LCM WHEN WE GOT BOTTOM. SHAKE AND CIRC. UNTIL GET CLEANED UP. - 2.5, TOO, L/D CORE, MAKE UP NEW BARREL, TIH. CUT 9' RETRIEVE 6'. - 6.5, CORE #2 F/5459 TO 5474' (15' IN 3 HR = 5.3 FPH) 13K 55 RPM 260 GPM - 3, TOO, L/D CORE, P/U NEW BARREL, TIH. CUT 15' RETRIEVED 13'. TOTAL CUT 24' RETRIEVED 19'. - 6.5, CORE#3 F/ 5474' TO 5479 (5' IN 2 HR = 2.5 FPH). 16K 70 R'S 280 GPM. - 2, TOO, F/ #4 CORE - 1.5

#14X-22-46 DLB 5/19/2010 06:00 - 5/20/2010 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-50351	UT	Duchesne	Brundage Canyon/Lake Canyon	Released for Work	7,355.0	Drilling/Completion

Time Log Summary

TOOH, L/D CORE, P/U CORE BARREL TIH. CUT 5' RETRIEVE 2' TOTAL CUT 29' RETIEVE 21' - 4.5, CORE #4, F/ 5479' TO 5486' (7' IN 3 HR = 2.3 FPH). 15K 70 RPM 280 GPM - 3, TOO, L/D CORE, P/U CORE BARREL, TIH. CUT 7' RETRIEVE 4' TOTAL CUT 36' RETIEVE 25'. - 7, CORE #5 F/ 5486' TO 5551' (65' IN 3.5 HR = 18.6 FPH). 9K 45 RPM 200 GPM. - 3.5, CIRC. PUMP DRY SLUG - 1, TOO, L/D CORE, P/U CORE BL, TIH. CUT 65' RETIEVE 63.2' TOTAL CUT 96' RETRIEVED 88' - 5

#14X-22-46 DLB 5/20/2010 06:00 - 5/21/2010 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-50351	UT	Duchesne	Brundage Canyon/Lake Canyon	Released for Work	7,355.0	Drilling/Completion

Time Log Summary

TIH, - 1.5, COULD NOT GET RETURNS. WENT AHEAD CORED W/O RETURNS - 1.5, CORE #6 F/ 5551' TO 5598' (47' IN 3 HR = 15.6 FPH). 3-17K 45 RPM 200 GPM. - 3.5, TOO, L/D CORE, P/U NEW BARREL, TIH. CUT 47' RETRIEVE 46'. TOTAL CUT 148' RETIEVE 134'. WHILE TRIPING OUT MIXED LCM AND PUMPED DOWN BACK SIDE. GET CIRC. BACK. - 7, CIRC. COND. MUD CLEAN OUT BARREL. - 1, CORE #7 F/ 5598' TO 5634' - 1.5, CIRC. PUMP DRY SLUG. - 0.5, TOO, L/D CORE, L/D CORE BARREL, P/U DIRECTIONAL TOOLS, OREINTATE, TIH. CUT 36' RETRIEVE 34.5' TOTAL CUT 184' RETRIVED 165'. - 6.5, CUT DRLG LINE - 1

#14X-22-46 DLB 5/21/2010 06:00 - 5/22/2010 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-50351	UT	Duchesne	Brundage Canyon/Lake Canyon	Released for Work	7,355.0	Drilling/Completion

Time Log Summary

TIH - 2.5, DRLF F/ 5634' TO 6028' (394' IN 7.5 HR = 52.5 FPH) SLIDE: 26' IN 1 HR = 26 FPH, ROTATE: 368' IN 6.5 HR = 56.6 FPH. MM HUNTING 6 3/4' .15 GPR 1.5 BEND 6.24 BTB. - 7.5, RIG SERVICE - 0.5, DRLF F/ 6028' TO 6935' (907' IN 13.5 HR = 67.2 FPH) SLIDE: 24' IN .5 HR = 48 FPH, ROTATE: 883' IN 13 HR = 67.9 FPH. LAST SURVEY 6886' .21 DEG 348.34 AZ. 21.74 F/ PLAN. LAST MUD CHECK 35 8.7. LOSSING 3 BLS OF MUD / HR. - 13.5

#14X-22-46 DLB 5/22/2010 06:00 - 5/23/2010 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-50351	UT	Duchesne	Brundage Canyon/Lake Canyon	Released for Work	7,355.0	Drilling/Completion

Time Log Summary

DRLF F/ 6935' TO 7355' (420' IN 6 HR = 70 FPH) SLIDE: 16' IN .5 HR = 32 FPH, ROTATE: 404' IN 5.5 HR = 73.5 FPH. MM HUNTING 6 3/4' .15 GPR 1.5 BEND 6.24 BTB. - 6, CIRC. COND F/ LOGS - 1, SHORT TRIP 20 STDS. - 1.5, CIRC. COND F/ LOGS. LOST RETURNS MOX LCM GET RETURNS BACK - 1, TOO H - 3.5, HSM, RIG UP SCHLUMBERGER AND LOG. LOGGERS TD 7342'. RUN PEX-HRLA-BHC-SONICTD TO SURFACE PIPE. RUN GR-ECS F/ TD TO SURFACE PIPE - 9.5, PULL WEAR BUSHING - 0.5, TIH - 1

#14X-22-46 DLB 5/23/2010 06:00 - 5/24/2010 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-50351	UT	Duchesne	Brundage Canyon/Lake Canyon	Released for Work	7,355.0	Drilling/Completion

Time Log Summary

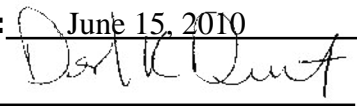
TIH - 2, CIRC. RIG UP L/D TRUCK - 1.5, LDDP, BREAK KELLY, L/D BHA - 5, HSM, RIG UP CASING CREW. RUN CASING. FS (1.00') SHOE JT. (44.00), FC (1.00), 18 JTS 5 1/2" 17# P110 LT&C CASING (781.54), MARKER (21.66), 19 JTS CASING (820.93'), MARKER JT (21.84') 19 JTS CASING (835.48') MARKER JT (21.52') 110 JTS CASING (4772.46'), LANDING JT (28.38). LANDED @ 7346'. MADE UP TO 4629 FT/LB. string stascked out 6366' had to circ. down. - 6, CIRC. W/ RIG PUMP - 1, HSM, SWAP TO HES AND CEMENT. 10 BL H2O, 40 BLS SUPERFLUSH, 10 BLS H2O, 880 SKS TUNED LIGHT 113 2.31 YEILD 10.66 GPS W/ .25 LBM ECONOLITE, .3 LBM HALAD-344, .25 LBM FE-2, .5 LBM D-AIR 3000. TAILED W/ 385 SKS 50/50 POZ 13.5# 1.42 YIELD 6.61 GPS. W/.125LBM POLY-E-FLAKE, 1LBM GRANULITE TR1/4. DISPLACED W/ 169 BBLS CLAYFIX H2O. WITH 85 BLS DISPLACED PRESSURE DROPPED F/ 750 PSI TO 650 PSI. PRESSURE FLUCTUATED THE REST OF JOB. WORKING HIGHER. FINAL PRESSURE 1600#. HAD FRESH WATER TO SURFACE. LOST RETURNS THE LAST 10 BLS. CALCULATED 1280 PSI. BUMP PLUG. FLOATS HELD. - 4, INSTALL PACK OFF. - 0.5, NIPPLE DN CLEAN MUD TANKS. RIG RELEASE 06:00 5/24/10 - 4

#14X-22-46 DLB 6/2/2010 06:00 - 6/3/2010 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-50351	UT	Duchesne	Brundage Canyon/Lake Canyon	Released for Work	7,355.0	Drilling/Completion

Time Log Summary

Well Secure - 3, Fill to bottom of surface head with gravel.
ND 11-1/16 5M night cap. SISC- Vacuum.
ND 2-1/16 5M gate valves, and NU companion flanges w/ ball valve.
NU Cameron 11-1/16 5M x 7-1/16 5M tubing head, with 2-1/16 5M gate valves.
Test to 5000#. NU 7-1/16 5M night cap. - 3, Unload & Spot Production Tanks
Blade location - Start install of Production Equipment - 4, Well Secured - 14

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING		FORM 9
SUNDRY NOTICES AND REPORTS ON WELLS Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.		5. LEASE DESIGNATION AND SERIAL NUMBER: 20G0005608
1. TYPE OF WELL Oil Well		6. IF INDIAN, ALLOTTEE OR TRIBE NAME: Ute
2. NAME OF OPERATOR: BILL BARRETT CORP		7. UNIT or CA AGREEMENT NAME:
3. ADDRESS OF OPERATOR: 1099 18th Street Ste 2300 , Denver, CO, 80202		8. WELL NAME and NUMBER: 14X-22-46 DLB
4. LOCATION OF WELL FOOTAGES AT SURFACE: 0277 FSL 1055 FWL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: SWSW Section: 22 Township: 04.0S Range: 06.0W Meridian: U		9. API NUMBER: 43013503510000
PHONE NUMBER: 303 312-8164 Ext		9. FIELD and POOL or WILDCAT: ALTAMONT
COUNTY: DUCHESNE		STATE: UTAH
11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA		
TYPE OF SUBMISSION	TYPE OF ACTION	
<input checked="" type="checkbox"/> NOTICE OF INTENT Approximate date work will start: 6/10/2010 <input type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion: <input type="checkbox"/> SPUD REPORT Date of Spud: <input type="checkbox"/> DRILLING REPORT Report Date:	<div style="display: flex; flex-wrap: wrap;"> <div style="width: 33%;"> <input type="checkbox"/> ACIDIZE <input type="checkbox"/> CHANGE TO PREVIOUS PLANS <input type="checkbox"/> CHANGE WELL STATUS <input type="checkbox"/> DEEPEN <input type="checkbox"/> OPERATOR CHANGE <input type="checkbox"/> PRODUCTION START OR RESUME <input type="checkbox"/> REPERFORATE CURRENT FORMATION <input type="checkbox"/> TUBING REPAIR <input type="checkbox"/> WATER SHUTOFF <input type="checkbox"/> WILDCAT WELL DETERMINATION </div> <div style="width: 33%;"> <input type="checkbox"/> ALTER CASING <input type="checkbox"/> CHANGE TUBING <input checked="" type="checkbox"/> COMMINGLE PRODUCING FORMATIONS <input type="checkbox"/> FRACTURE TREAT <input type="checkbox"/> PLUG AND ABANDON <input type="checkbox"/> RECLAMATION OF WELL SITE <input type="checkbox"/> SIDETRACK TO REPAIR WELL <input type="checkbox"/> VENT OR FLARE <input type="checkbox"/> SI TA STATUS EXTENSION <input type="checkbox"/> OTHER </div> <div style="width: 33%;"> <input type="checkbox"/> CASING REPAIR <input type="checkbox"/> CHANGE WELL NAME <input type="checkbox"/> CONVERT WELL TYPE <input type="checkbox"/> NEW CONSTRUCTION <input type="checkbox"/> PLUG BACK <input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION <input type="checkbox"/> TEMPORARY ABANDON <input type="checkbox"/> WATER DISPOSAL <input type="checkbox"/> APD EXTENSION OTHER: </div> </div>	
12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc. <div style="display: flex;"> <div style="flex: 1;"> <p>In accordance with Utah Division of Oil, Gas, and Mining's Rule 649-3-22, Completion Into Two or More Pools, BBC is submitting this sundry to request commingling approval for the Wasatch and Green River formations. Oil and associated gas compositions are similar across all formations. The pressure profile across the formations is similar and BBC does not anticipate any cross flow. Production is considered to be from one pool as has been determined with respect to lands 1 mile north of the subject lands via Docket No. 2010-008 Order No. 139-85 executed on March 11, 2010. In the event that allocation by zone or interval is required, BBC would use representative sampling obtained from production logs and allocate on a percentage basis by zone or interval. If you have any questions, please contact me at 303-312-8134.</p> </div> <div style="flex: 0.5; text-align: right; padding-right: 10px;"> <p>Accepted by the Utah Division of Oil, Gas and Mining</p> <p>Date: June 15, 2010 By: </p> </div> </div>		
NAME (PLEASE PRINT) Tracey Fallang	PHONE NUMBER 303 312-8134	TITLE Regulatory Analyst
SIGNATURE N/A	DATE 5/24/2010	



AFFIDAVIT OF NOTICE

My Name is David M. Watts. I am a Land Coordinator with Bill Barrett Corporation (BBC). BBC has submitted Sundry Notices to commingle production from the Wasatch and Green River formations in the following wells within the Lake Canyon Exploration and Development Agreement Area:


7-29-46 DLB Well	SWNE 29 T4S-R6W
14X-22-46 DLB Well	SESW 22 T4S-R6W

In compliance with the Utah OGM regulation R649-3-22, I have provided a copy of the Sundry Notices, by certified mail, to the owners as listed below of all contiguous oil and gas leases or drilling units overlying the pool.

United States Department of the Interior
Bureau of Indian Affairs – Uintah and Ouray Agency
Attention: Daniel Picard – Superintendent
988 South 7500 East
Fort Duchesne, Utah 84026
Telephone: (435) 722-4300

Date: May 19th, 2010

Affiant



David M. Watts

1099 18TH STREET
SUITE 2300
DENVER, CO 80202
P 303.293.9100
F 303.291.0420

RECEIVED May 24, 2010



Bill Barrett Corporation

May 19, 2010

Utah Division of Oil, Gas & Mining
Attention: Dustin Doucet
1594 West North Temple, Suite 1120
Salt Lake City, Utah 84116

RE: Sundry Notices
Lake Canyon 14X-22-46 DLB, 7-29-46 DLB
Duchesne County, UT

Dear Mr. Doucet:

Bill Barrett Corporation has submitted Sundry Notices to commingle production from the Wasatch and Green River formations in the subject wells. We enclosed herewith copies of the Sundry Notice together with a plat showing the leases and wells in the area and affidavit confirming notice pursuant to the Utah OGM regulations.

Should you require additional information in this regard, please feel free to contact me at 303-312-8544. Your earliest attention to this matter is most appreciated.

BILL BARRETT CORPORATION

David Watts
Land Coordinator

Enclosures

1099 18TH STREET
SUITE 2300
DENVER, CO 80202
P 303.293.9100
F 303.291.0420

RECEIVED May 24, 2010



May 19, 2010

United States Department of the Interior
Bureau of Indian Affairs – Uintah and Ouray Agency
Attention: Daniel Picard – Superintendent
988 South 7500 East
Fort Duchesne, Utah 84026

RE: Sundry Notices
Lake Canyon 14X-22-46 DLB, 7-29-46 DLB
Duchesne County, UT

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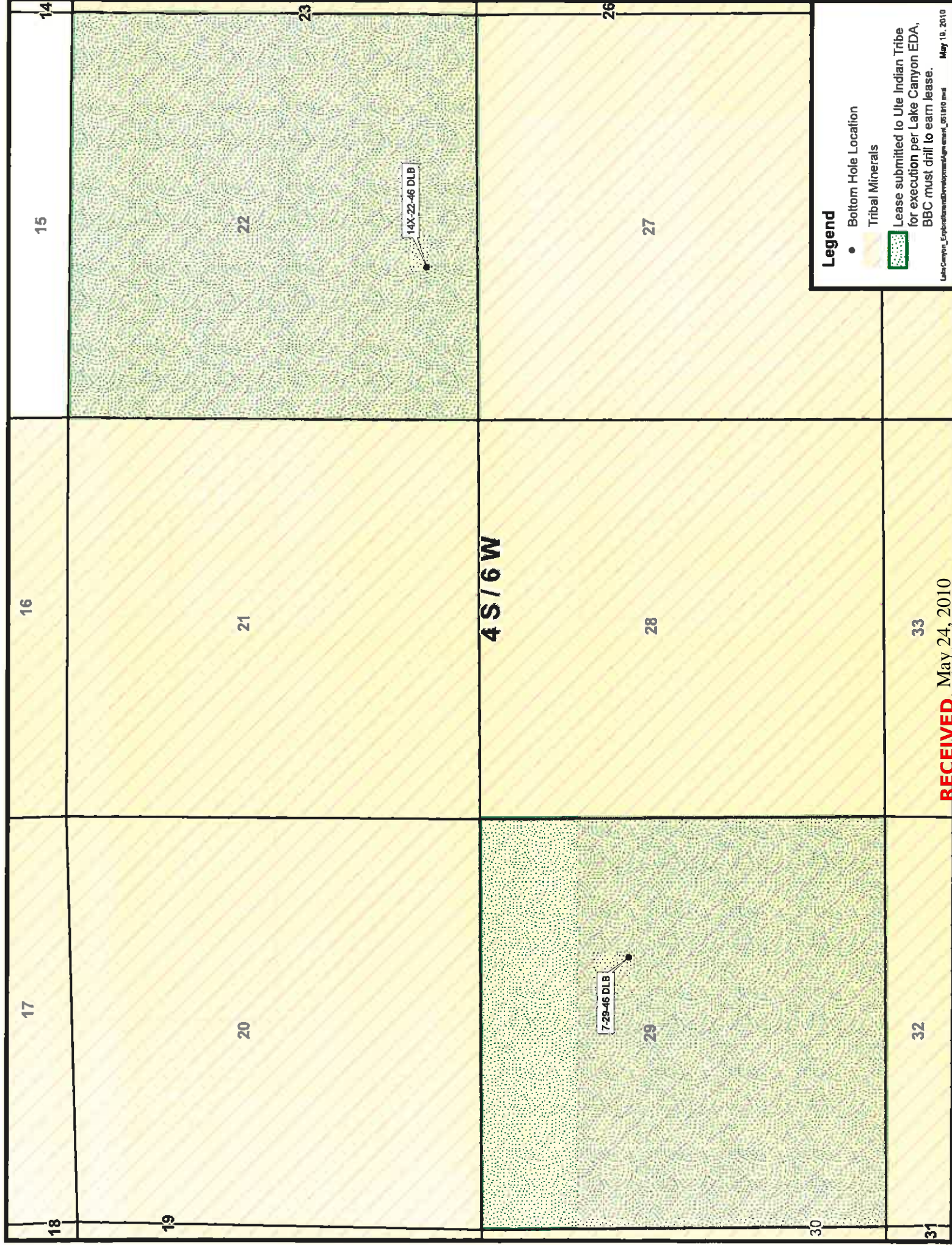
BILL BARRETT CORPORATION

David Watts
Land Coordinator

Enclosures

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SUITE 2300
DENVER, CO 80202
P 303.293.9100
F 303.291.0420

RECEIVED May 24, 2010



Legend

- Bottom Hole Location
- Tribal Minerals

Lease submitted to Ute Indian Tribe
for execution per Lake Canyon EDA,
BBC must drill to earn lease.

RECEIVED May 24, 2010

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING		FORM 9																														
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Accepted by the Utah Division of Oil, Gas and Mining FOR RECORD ONLY June 24, 2010																																
NAME (PLEASE PRINT) Tracey Fallang		PHONE NUMBER 303 312-8134																														
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TYPE OF SUBMISSION <input type="checkbox"/> NOTICE OF INTENT Approximate date work will start: <input checked="" type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion: 6/21/2010 <input type="checkbox"/> SPUD REPORT Date of Spud: <input type="checkbox"/> DRILLING REPORT Report Date:	TYPE OF ACTION <table style="width: 100%; border: none;"> <tr> <td><input type="checkbox"/> ACIDIZE</td> <td><input type="checkbox"/> ALTER CASING</td> <td><input type="checkbox"/> CASING REPAIR</td> </tr> <tr> <td><input type="checkbox"/> CHANGE TO PREVIOUS PLANS</td> <td><input type="checkbox"/> CHANGE TUBING</td> <td><input type="checkbox"/> CHANGE WELL NAME</td> </tr> <tr> <td><input type="checkbox"/> CHANGE WELL STATUS</td> <td><input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS</td> <td><input type="checkbox"/> CONVERT WELL TYPE</td> </tr> <tr> <td><input type="checkbox"/> DEEPEN</td> <td><input type="checkbox"/> FRACTURE TREAT</td> <td><input type="checkbox"/> NEW CONSTRUCTION</td> </tr> <tr> <td><input type="checkbox"/> OPERATOR CHANGE</td> <td><input type="checkbox"/> PLUG AND ABANDON</td> <td><input type="checkbox"/> PLUG BACK</td> </tr> <tr> <td><input type="checkbox"/> PRODUCTION START OR RESUME</td> <td><input type="checkbox"/> RECLAMATION OF WELL SITE</td> <td><input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION</td> </tr> <tr> <td><input type="checkbox"/> REPERFORATE CURRENT FORMATION</td> <td><input type="checkbox"/> SIDETRACK TO REPAIR WELL</td> <td><input type="checkbox"/> TEMPORARY ABANDON</td> </tr> <tr> <td><input type="checkbox"/> TUBING REPAIR</td> <td><input type="checkbox"/> VENT OR FLARE</td> <td><input type="checkbox"/> WATER DISPOSAL</td> </tr> <tr> <td><input type="checkbox"/> WATER SHUTOFF</td> <td><input type="checkbox"/> SI TA STATUS EXTENSION</td> <td><input type="checkbox"/> APD EXTENSION</td> </tr> <tr> <td><input type="checkbox"/> WILDCAT WELL DETERMINATION</td> <td><input checked="" type="checkbox"/> OTHER</td> <td>OTHER: Lease # correction</td> </tr> </table>		<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> CASING REPAIR	<input type="checkbox"/> CHANGE TO PREVIOUS PLANS	<input type="checkbox"/> CHANGE TUBING	<input type="checkbox"/> CHANGE WELL NAME	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> CONVERT WELL TYPE	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> NEW CONSTRUCTION	<input type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> PLUG AND ABANDON	<input type="checkbox"/> PLUG BACK	<input type="checkbox"/> PRODUCTION START OR RESUME	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION	<input type="checkbox"/> REPERFORATE CURRENT FORMATION	<input type="checkbox"/> SIDETRACK TO REPAIR WELL	<input type="checkbox"/> TEMPORARY ABANDON	<input type="checkbox"/> TUBING REPAIR	<input type="checkbox"/> VENT OR FLARE	<input type="checkbox"/> WATER DISPOSAL	<input type="checkbox"/> WATER SHUTOFF	<input type="checkbox"/> SI TA STATUS EXTENSION	<input type="checkbox"/> APD EXTENSION	<input type="checkbox"/> WILDCAT WELL DETERMINATION	<input checked="" type="checkbox"/> OTHER	OTHER: Lease # correction
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<input type="checkbox"/> WILDCAT WELL DETERMINATION	<input checked="" type="checkbox"/> OTHER	OTHER: Lease # correction																														
12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc. This sundry is being submitted to correct the lease number on file from the number above to 2OG0005500. If you have any questions, please contact me.																																
Accepted by the Utah Division of Oil, Gas and Mining FOR RECORD ONLY June 24, 2010																																
NAME (PLEASE PRINT) Tracey Fallang	PHONE NUMBER 303 312-8134	TITLE Regulatory Analyst																														
SIGNATURE N/A	DATE 6/21/2010																															

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING		FORM 9
SUNDRY NOTICES AND REPORTS ON WELLS Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.		5. LEASE DESIGNATION AND SERIAL NUMBER: 20G0005500
1. TYPE OF WELL Oil Well		6. IF INDIAN, ALLOTTEE OR TRIBE NAME: Ute
2. NAME OF OPERATOR: BILL BARRETT CORP		7. UNIT or CA AGREEMENT NAME:
3. ADDRESS OF OPERATOR: 1099 18th Street Ste 2300 , Denver, CO, 80202		8. WELL NAME and NUMBER: 14X-22-46 DLB
4. LOCATION OF WELL FOOTAGES AT SURFACE: 0277 FSL 1055 FWL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: SWSW Section: 22 Township: 04.0S Range: 06.0W Meridian: U		9. API NUMBER: 43013503510000
PHONE NUMBER: 303 312-8164 Ext		9. FIELD and POOL or WILDCAT: ALTAMONT
COUNTY: DUCHESNE		STATE: UTAH
11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA		
TYPE OF SUBMISSION	TYPE OF ACTION	
<input type="checkbox"/> NOTICE OF INTENT Approximate date work will start:	<input type="checkbox"/> ACIDIZE	
<input type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion:	<input type="checkbox"/> ALTER CASING	
<input type="checkbox"/> SPUD REPORT Date of Spud:	<input type="checkbox"/> CASING REPAIR	
<input checked="" type="checkbox"/> DRILLING REPORT Report Date: 6/30/2010	<input type="checkbox"/> CHANGE TO PREVIOUS PLANS	
	<input type="checkbox"/> CHANGE TUBING	
	<input type="checkbox"/> CHANGE WELL STATUS	
	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	
	<input type="checkbox"/> DEEPEN	
	<input type="checkbox"/> FRACTURE TREAT	
	<input type="checkbox"/> OPERATOR CHANGE	
	<input type="checkbox"/> PLUG AND ABANDON	
	<input type="checkbox"/> PRODUCTION START OR RESUME	
	<input type="checkbox"/> RECLAMATION OF WELL SITE	
	<input type="checkbox"/> REPERFORATE CURRENT FORMATION	
	<input type="checkbox"/> SIDETRACK TO REPAIR WELL	
	<input type="checkbox"/> TUBING REPAIR	
	<input type="checkbox"/> VENT OR FLARE	
	<input type="checkbox"/> WATER SHUTOFF	
	<input type="checkbox"/> SI TA STATUS EXTENSION	
	<input type="checkbox"/> WILDCAT WELL DETERMINATION	
	<input type="checkbox"/> OTHER	
	OTHER:	
12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc. Monthly activity report.		
Accepted by the Utah Division of Oil, Gas and Mining FOR RECORD ONLY July 07, 2010		
NAME (PLEASE PRINT) Tracey Fallang	PHONE NUMBER 303 312-8134	TITLE Regulatory Analyst
SIGNATURE N/A	DATE 7/6/2010	

#14X-22-46 DLB 6/2/2010 06:00 - 6/3/2010 06:00

API/UWI 43-013-50351	State/Province UT	County Duchesne	Field Name Brundage Canyon/Lake Canyon	Well Status Released for Work	Total Depth (ftKB) 7,355.0	Primary Job Type Drilling/Completion
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Time Log Summary

Well Secure - 3, Fill to bottom of surface head with gravel.
 ND 11-1/16 5M night cap. SISC- Vacuum.
 ND 2-1/16 5M gate valves, and NU companion flanges w/ ball valve.
 NU Cameron 11-1/16 5M x 7-1/16 5M tubing head, with 2-1/16 5M gate valves.
 Test to 5000#. NU 7-1/16 5M night cap. - 3, Unload & Spot Production Tanks
 Blade location - Start install of Production Equipment - 4, Well Secured - 14

#14X-22-46 DLB 6/3/2010 06:00 - 6/4/2010 06:00

API/UWI 43-013-50351	State/Province UT	County Duchesne	Field Name Brundage Canyon/Lake Canyon	Well Status Released for Work	Total Depth (ftKB) 7,355.0	Primary Job Type Drilling/Completion
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Time Log Summary

Well Shut in & Secured

Continue with install of Production Equipment - 24

#14X-22-46 DLB 6/18/2010 06:00 - 6/19/2010 06:00

API/UWI 43-013-50351	State/Province UT	County Duchesne	Field Name Brundage Canyon/Lake Canyon	Well Status Released for Work	Total Depth (ftKB) 7,355.0	Primary Job Type Drilling/Completion
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Time Log Summary

Well Secured

Insulation Crew working

Last of install being done.

Spot Cathedral Flowback Equipment on location
 Frac tanks on location - Filling with 3% KCL
 Rain for Rent Manifold installed & Ready. - 24

#14X-22-46 DLB 6/19/2010 06:00 - 6/20/2010 06:00

API/UWI 43-013-50351	State/Province UT	County Duchesne	Field Name Brundage Canyon/Lake Canyon	Well Status Released for Work	Total Depth (ftKB) 7,355.0	Primary Job Type Drilling/Completion
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Time Log Summary

Well Secured

Haul Water for Upcoming Frac Jobs

Set & Test 4 Anchors - 24

#14X-22-46 DLB 6/20/2010 06:00 - 6/21/2010 06:00

API/UWI 43-013-50351	State/Province UT	County Duchesne	Field Name Brundage Canyon/Lake Canyon	Well Status Released for Work	Total Depth (ftKB) 7,355.0	Primary Job Type Drilling/Completion
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Time Log Summary

Well Secure

Haul Water for Upcoming Frac Jobs - 24

#14X-22-46 DLB 6/21/2010 06:00 - 6/22/2010 06:00

API/UWI 43-013-50351	State/Province UT	County Duchesne	Field Name Brundage Canyon/Lake Canyon	Well Status Released for Work	Total Depth (ftKB) 7,355.0	Primary Job Type Drilling/Completion
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Time Log Summary
Well Secured

JD Trucking Hauled Frac Tree to Location. RU Poles. ND 7-1/16 5M night cap.
NU Cameron frac mandrel, adapter flange,
Cameron 5-1/16 10M x 1-13/16 10M frac tree. Test mandrel. Good test.

Frac Tanks Full - Filling tanks on Stageing Area

Insulation crew working on production tanks - 24

#14X-22-46 DLB 6/22/2010 06:00 - 6/23/2010 06:00

API/UWI 43-013-50351	State/Province UT	County Duchesne	Field Name Brundage Canyon/Lake Canyon	Well Status Released for Work	Total Depth (ftKB) 7,355.0	Primary Job Type Drilling/Completion
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Time Log Summary
Well Shut in & Secured - 2, MIRU IPS (Double Jack) Testing

Pressure Test Frac Tree & Casing to 8500#

Hold for 30 Minutes - Test Looks Good

RDMO Move to 4-26-36 BTR - 2, Well Shut in & Secured

Insulation crew working on production tanks - 20

#14X-22-46 DLB 6/23/2010 06:00 - 6/24/2010 06:00

API/UWI 43-013-50351	State/Province UT	County Duchesne	Field Name Brundage Canyon/Lake Canyon	Well Status Released for Work	Total Depth (ftKB) 7,355.0	Primary Job Type Drilling/Completion
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Time Log Summary
WSI. Insulating production equipment. Hauling in frac sand. - 24

#14X-22-46 DLB 6/24/2010 06:00 - 6/25/2010 06:00

API/UWI 43-013-50351	State/Province UT	County Duchesne	Field Name Brundage Canyon/Lake Canyon	Well Status Released for Work	Total Depth (ftKB) 7,355.0	Primary Job Type Drilling/Completion
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Time Log Summary
WSI. Operations SDFN. - 2, Roustabouts are insulating production equipment. - 8, WSI. Operations SDFN. - 14

#14X-22-46 DLB 6/25/2010 06:00 - 6/26/2010 06:00

API/UWI 43-013-50351	State/Province UT	County Duchesne	Field Name Brundage Canyon/Lake Canyon	Well Status Released for Work	Total Depth (ftKB) 7,355.0	Primary Job Type Drilling/Completion
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Time Log Summary
WSI. Operations SDFN. - 0.5, Spot in Select Rentals equipment. Finish safety berms around flow back tanks. Spot 2 propane tanks. Haul frac sand. No other operations. - 3.5, WSI. Operations SDFN. - 20

#14X-22-46 DLB 6/26/2010 06:00 - 6/27/2010 06:00

API/UWI 43-013-50351	State/Province UT	County Duchesne	Field Name Brundage Canyon/Lake Canyon	Well Status Released for Work	Total Depth (ftKB) 7,355.0	Primary Job Type Drilling/Completion
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Time Log Summary
WSI. Operations SDFN. - 1, RU choke lines, sand trap, and line heater. Lay flare line. Heater is loaded with water over coils. SWS put biocide in all frac tanks, on location, and staging area. - 9, WSI. Hauling frac sand. Cathedral hands traveled to Myton. - 14

#14X-22-46 DLB 6/27/2010 06:00 - 6/28/2010 06:00

API/UWI 43-013-50351	State/Province UT	County Duchesne	Field Name Brundage Canyon/Lake Canyon	Well Status Released for Work	Total Depth (ftKB) 7,355.0	Primary Job Type Drilling/Completion
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Time Log Summary

WSI. Operations SDFN. - 1.5, Finished RU Cathedral flow back/test equipment. Hauling frac sand. - 8, WSI. Operations SDFN. - 14.5

#14X-22-46 DLB 6/28/2010 06:00 - 6/29/2010 06:00

API/UWI 43-013-50351	State/Province UT	County Duchesne	Field Name Brundage Canyon/Lake Canyon	Well Status Released for Work	Total Depth (ftKB) 7,355.0	Primary Job Type Drilling/Completion
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Time Log Summary

WSI. Operations SDFN. - 2, Finished insulating production equipment. - 4, MI, and spot 40% of SWS frac equipment. - 6, WSI. MIRU Legend Services frac heater. Heating frac tanks on location, to 90°. - 12

#14X-22-46 DLB 6/29/2010 06:00 - 6/30/2010 06:00

API/UWI 43-013-50351	State/Province UT	County Duchesne	Field Name Brundage Canyon/Lake Canyon	Well Status Released for Work	Total Depth (ftKB) 7,355.0	Primary Job Type Drilling/Completion
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Time Log Summary

WSI. Crew travel to location. Safety meeting with W/L crew, and Cathedral. Discuss operations for today, pinch points, crane work, and overhead, psi test, and communication. - 1, MIRU SWS W/L. Build W/L adapter assemblt for frac tree, and lubricator. MIRU IPS (Double Jack). - 2, Psi test W/L equipment to 5000#. Good test. Psi test choke lines of Cathedral to 7000#. Fix 2 leaks, and change out 1 valve. - 0.75, RIH with 3-1/8 EHSC loaded with PowerFrac 3106 HMX 22.5gm 120" 3 jsp. Correlated to BWWC CBL/VDL/CCL/GR Log (dated 6-6-2010), and SWS "PE" LD/CN/HRLA Log (dated 5-22-2010). Perforate Stage #1 (7010' - 20'), 30 holes. POOH. No psi change. - 0.75, LD guns. All shots fired correctly. NU night cap. Secure lubricator, and prep for AM work. RD IPS for today. - 1.25, MI, and spot the rest of frac equipment. RU all lines. Ready to pump in AM. - 6, WSI. Operations SDFN. - 12.25

<div>STATE OF UTAH</div> <div>DEPARTMENT OF NATURAL RESOURCES</div> <div>DIVISION OF OIL, GAS, AND MINING</div>		<div>FORM 9</div> <div>5.LEASE DESIGNATION AND SERIAL NUMBER: 20G0005500</div>	
<div>SUNDRY NOTICES AND REPORTS ON WELLS</div> <div>Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.</div>		<div>6. IF INDIAN, ALLOTTEE OR TRIBE NAME: Ute</div> <div>7.UNIT or CA AGREEMENT NAME:</div>	
<div>1. TYPE OF WELL</div> <div>Oil Well</div>		<div>8. WELL NAME and NUMBER:</div> <div>14X-22-46 DLB</div>	
<div>2. NAME OF OPERATOR:</div> <div>BILL BARRETT CORP</div>		<div>9. API NUMBER:</div> <div>43013503510000</div>	
<div>3. ADDRESS OF OPERATOR:</div> <div>1099 18th Street Ste 2300 , Denver, CO, 80202</div>		<div>PHONE NUMBER:</div> <div>303 312-8164 Ext</div>	
<div>4. LOCATION OF WELL</div> <div>FOOTAGES AT SURFACE: 0277 FSL 1055 FWL</div> <div>QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: SWSW Section: 22 Township: 04.0S Range: 06.0W Meridian: U</div>		<div>9. FIELD and POOL or WILDCAT:</div> <div>ALTAMONT</div>	
		<div>COUNTY:</div> <div>DUCHESNE</div>	
		<div>STATE:</div> <div>UTAH</div>	
<div>11.</div> <div>CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA</div>			
<div>TYPE OF SUBMISSION</div>		<div>TYPE OF ACTION</div>	
<div><input type="checkbox"/> NOTICE OF INTENT</div> <div>Approximate date work will start:</div> <div><input type="checkbox"/> SUBSEQUENT REPORT</div> <div>Date of Work Completion:</div> <div><input type="checkbox"/> SPUD REPORT</div> <div>Date of Spud:</div> <div><input checked="" type="checkbox"/> DRILLING REPORT</div> <div>Report Date:</div> <div>7/14/2010</div>		<div><input type="checkbox"/> ACIDIZE</div> <div><input type="checkbox"/> CHANGE TO PREVIOUS PLANS</div> <div><input type="checkbox"/> CHANGE WELL STATUS</div> <div><input type="checkbox"/> DEEPEN</div> <div><input type="checkbox"/> OPERATOR CHANGE</div> <div><input checked="" type="checkbox"/> PRODUCTION START OR RESUME</div> <div><input type="checkbox"/> REPERFORATE CURRENT FORMATION</div> <div><input type="checkbox"/> TUBING REPAIR</div> <div><input type="checkbox"/> WATER SHUTOFF</div> <div><input type="checkbox"/> WILDCAT WELL DETERMINATION</div> <div><input type="checkbox"/> ALTER CASING</div> <div><input type="checkbox"/> CHANGE TUBING</div> <div><input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS</div> <div><input type="checkbox"/> FRACTURE TREAT</div> <div><input type="checkbox"/> PLUG AND ABANDON</div> <div><input type="checkbox"/> RECLAMATION OF WELL SITE</div> <div><input type="checkbox"/> SIDETRACK TO REPAIR WELL</div> <div><input type="checkbox"/> VENT OR FLARE</div> <div><input type="checkbox"/> SI TA STATUS EXTENSION</div> <div><input type="checkbox"/> OTHER</div> <div><input type="checkbox"/> CASING REPAIR</div> <div><input type="checkbox"/> CHANGE WELL NAME</div> <div><input type="checkbox"/> CONVERT WELL TYPE</div> <div><input type="checkbox"/> NEW CONSTRUCTION</div> <div><input type="checkbox"/> PLUG BACK</div> <div><input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION</div> <div><input type="checkbox"/> TEMPORARY ABANDON</div> <div><input type="checkbox"/> WATER DISPOSAL</div> <div><input type="checkbox"/> APD EXTENSION</div> <div>OTHER: </div>	
<div>12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.</div> <div>This sundry is being submitted as notification that this well had first oil sales on 7/14/10.</div> <div>Accepted by the Utah Division of Oil, Gas and Mining FOR RECORD ONLY</div> <div>July 20, 2010</div>			
<div>NAME (PLEASE PRINT)</div> <div>Tracey Fallang</div>		<div>PHONE NUMBER</div> <div>303 312-8134</div>	
<div>SIGNATURE</div> <div>N/A</div>		<div>TITLE</div> <div>Regulatory Analyst</div>	
		<div>DATE</div> <div>7/16/2010</div>	

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

FORM APPROVED
OMB No. 1004-0137
Expires: July 31, 2010

WELL COMPLETION OR RECOMPLETION REPORT AND LOG

5. Lease Serial No.
20G0005500

1a. Type of Well <input checked="" type="checkbox"/> Oil Well <input type="checkbox"/> Gas Well <input type="checkbox"/> Dry <input type="checkbox"/> Other		6. If Indian, Allottee or Tribe Name	
b. Type of Completion <input checked="" type="checkbox"/> New Well <input type="checkbox"/> Work Over <input type="checkbox"/> Deepen <input type="checkbox"/> Plug Back <input type="checkbox"/> Diff. Resvr. Other _____		7. Unit or CA Agreement Name and No.	
2. Name of Operator BILL BARRETT CORPORATION		8. Lease Name and Well No. 14X-22-46 DLB	
Contact: TRACEY FALLANG E-Mail: tfallang@billbarrettcorp.com		9. API Well No. 43-013-50351	
3. Address 1099 18TH STREET, SUITE 2300 DENVER, CO 80202		3a. Phone No. (include area code) Ph: 303-312-8134	
4. Location of Well (Report location clearly and in accordance with Federal requirements)* At surface SWSW 277FSL 1055FWL At top prod interval reported below SESW 643FSL 1955FWL At total depth SESW 663FSL 1960FWL		10. Field and Pool, or Exploratory ALTAMONT	
14. Date Spudded 05/12/2010		15. Date T.D. Reached 05/22/2010	
16. Date Completed <input type="checkbox"/> D & A <input checked="" type="checkbox"/> Ready to Prod. 07/03/2010		17. Elevations (DF, KB, RT, GL)* 7145 KB	

18. Total Depth: MD TVD 7355 7227	19. Plug Back T.D.: MD TVD 7301 7173	20. Depth Bridge Plug Set: MD TVD
21. Type Electric & Other Mechanical Logs Run (Submit copy of each) TRIPLE COMBO, CBL, ECS, MUDLOG, JKL/H D IARRAY, GA		22. Was well cored? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes (Submit analysis) Was DST run? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes (Submit analysis) Directional Survey? <input type="checkbox"/> No <input checked="" type="checkbox"/> Yes (Submit analysis)

23. Casing and Liner Record (Report all strings set in well)

Hole Size	Size/Grade	Wt. (#/ft.)	Top (MD)	Bottom (MD)	Stage Cementer Depth	No. of Sk. & Type of Cement	Slurry Vol. (BBL)	Cement Top*	Amount Pulled
7.875									
26.000	16.000 0		0	90			0	0	0
12.250	9.625 J-55	36.0	0	1135		325	112	0	0
8.750	5.500 P110	17.0	0	7346		1265	459	1010	15000

24. Tubing Record

Size	Depth Set (MD)	Packer Depth (MD)	Size	Depth Set (MD)	Packer Depth (MD)	Size	Depth Set (MD)	Packer Depth (MD)
2.875	5493							

25. Producing Intervals

Formation	Top	Bottom	Perforated Interval	Size	No. Holes	Perf. Status
A) WASATCH	6230	7020	6230 TO 7020	0.410	93	OPEN
B) LOWER GREEN RIVER	5636	6123	5636 TO 6123	0.410	168	OPEN
C)						
D)						

26. Perforation Record

27. Acid, Fracture, Treatment, Cement Squeeze, Etc.

Depth Interval	Amount and Type of Material
6230 TO 7020	SEE ATTACHMENT
5636 TO 6123	SEE ATTACHMENT

28. Production - Interval A

Date First Produced	Test Date	Hours Tested	Test Production	Oil BBL	Gas MCF	Water BBL	Oil Gravity Corr. API	Gas Gravity	Production Method
07/10/2010	07/11/2010	24	→	166.0	0.0	599.0			FLows FROM WELL
Choke Size	Tbg. Press. Flwg. SI	Csg. Press.	24 Hr. Rate	Oil BBL	Gas MCF	Water BBL	Gas:Oil Ratio	Well Status	
28/64	SI	810.0	→	166	0	599		POW	

28a. Production - Interval B

Date First Produced	Test Date	Hours Tested	Test Production	Oil BBL	Gas MCF	Water BBL	Oil Gravity Corr. API	Gas Gravity	Production Method
			→						
Choke Size	Tbg. Press. Flwg. SI	Csg. Press.	24 Hr. Rate	Oil BBL	Gas MCF	Water BBL	Gas:Oil Ratio	Well Status	
	SI		→						

RECEIVED
JUL 28 2010

DIV. OF OIL, GAS & MINING

(See Instructions and spaces for additional data on reverse side)

ELECTRONIC SUBMISSION #90288 VERIFIED BY THE BLM WELL INFORMATION SYSTEM

** OPERATOR-SUBMITTED ** OPERATOR-SUBMITTED ** OPERATOR-SUBMITTED **

28b. Production - Interval C

Date First Produced	Test Date	Hours Tested	Test Production	Oil BBL	Gas MCF	Water BBL	Oil Gravity Corr. API	Gas Gravity	Production Method
			→						
Choke Size	Tbg. Press. Flwg. SI	Csg. Press.	24 Hr. Rate	Oil BBL	Gas MCF	Water BBL	Gas:Oil Ratio	Well Status	
			→						

28c. Production - Interval D

Date First Produced	Test Date	Hours Tested	Test Production	Oil BBL	Gas MCF	Water BBL	Oil Gravity Corr. API	Gas Gravity	Production Method
			→						
Choke Size	Tbg. Press. Flwg. SI	Csg. Press.	24 Hr. Rate	Oil BBL	Gas MCF	Water BBL	Gas:Oil Ratio	Well Status	
			→						

29. Disposition of Gas(Sold, used for fuel, vented, etc.)
SOLD

30. Summary of Porous Zones (Include Aquifers):

Show all important zones of porosity and contents thereof: Cored intervals and all drill-stem tests, including depth interval tested, cushion used, time tool open, flowing and shut-in pressures and recoveries.

31. Formation (Log) Markers

Formation	Top	Bottom	Descriptions, Contents, etc.	Name	Top
					Meas. Depth
				GREEN RIVER	1955
				TGR 3	3814
				DOUGLAS CREEK	4656
				BLACK SHALE	5463
				CASTLE PEAK	5657
				WASATCH	6162
				TD	7355

32. Additional remarks (include plugging procedure):

Copies of logs already submitted. 7 7/8 hole started at 5,450'. Date of first sales was 7/14/10.

33. Circle enclosed attachments:

- | | | | |
|---|--------------------|---------------|-----------------------|
| 1. Electrical/Mechanical Logs (1 full set req'd.) | 2. Geologic Report | 3. DST Report | 4. Directional Survey |
| 5. Sundry Notice for plugging and cement verification | 6. Core Analysis | 7 Other: | |

34. I hereby certify that the foregoing and attached information is complete and correct as determined from all available records (see attached instructions):

**Electronic Submission #90288 Verified by the BLM Well Information System.
For BILL BARRETT CORPORATION, sent to the Vernal**

Name (please print) TRACEY FALLANGTitle PERMIT ANALYST

Signature _____ (Electronic Submission)

Date 07/27/2010

Title 18 U.S.C. Section 1001 and Title 43 U.S.C. Section 1212, make it a crime for any person knowingly and willfully to make to any department or agency of the United States any false, fictitious or fraudulent statements or representations as to any matter within its jurisdiction.

**** ORIGINAL ** ORIGINAL ** ORIGINAL ** ORIGINAL ** ORIGINAL ** ORIGINAL ** ORIGINAL ****

#14X-22-46 DLB Report Continued

44. ACID, FRACTURE, TREATMENT, CEMENT SQUEEZE, ETC. (cont.)														
AMOUNT AND TYPE OF MATERIAL														
Stg 1-3	1,745	bbls WF 120	221	bbls HCL 15 w/ Bio	1,347	bbls YF125ST w/ Sc	3,756	bbls YF120ST	66,000#	100 Mesh	378,300 #	20/40 Jordan- Unimin	7.069	bbls Water
Stg 4-6	2,412	bbls WF 120	400	bbls HCL 15 w/ Bio	3,348	bbls YF125ST w/ Sc	7,935	bbls YF120ST	142,040 #	100 Mesh	790,710 #	20/40 Jordan- Unimin	14.094	bbls Water

*Depth intervals for frac information same as perforation record intervals.

Bill Barrett Corp

Duchesne County, UT (NAD 1927)

Sec. 22-T4S-R6W

#14X-22-46 DLB

Plan #1

Survey: Sperry MWD Surveys

Sperry Drilling Services Standard Report

03 June, 2010

Well Coordinates: 649,307.40 N, 2,264,564.51 E (40° 08' 43.88" N, 110° 33' 14.32" W)
Ground Level: 7,129.00 ft

Local Coordinate Origin:

Centered on Well #14X-22-46 DLB

Viewing Datum:

KB @ 7145.00ft (Patterson 506)

TVDs to System:

N

North Reference:

True

Unit System:

API - US Survey Feet - Custom

Geodetic Scale Factor Applied

Version: 2003.16 Build: 431

HALLIBURTON

Survey Report for #14X-22-46 DLB - Sperry MWD Surveys

Measured Depth (ft)	Inclination (°)	Azimuth (°)	Vertical Depth (ft)	+N-S (ft)	+E-W (ft)	Vertical Section (ft)	Dogleg Rate (°/100ft)
0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Tie on to Surface							
284.00	0.36	51.53	284.00	0.56	0.70	0.86	0.13
First Sperry MWD Survey							
344.00	0.68	26.06	344.00	0.89	1.00	1.31	0.65
405.00	0.85	11.33	404.99	1.76	1.25	1.83	0.42
466.00	0.77	5.07	465.98	2.61	1.38	2.27	0.20
528.00	0.82	17.61	527.98	3.45	1.55	2.75	0.29
589.00	0.72	24.02	588.97	4.22	1.83	3.31	0.22
650.00	0.69	50.45	649.97	4.80	2.27	3.94	0.63
711.00	0.84	43.74	710.96	5.28	2.79	4.60	0.15
772.00	0.81	89.81	771.96	5.53	3.46	5.32	0.96
833.00	1.59	114.11	832.95	5.19	4.66	6.30	1.50
894.00	1.55	113.73	893.92	4.51	6.19	7.45	0.07
956.00	1.52	91.80	955.90	4.14	7.78	8.77	0.84
1,020.00	1.92	71.31	1,019.87	4.46	9.84	10.62	1.14
1,080.00	2.56	65.46	1,079.83	5.34	11.82	12.98	1.13
1,156.00	3.29	64.83	1,155.73	8.97	15.33	16.83	0.96
1,220.00	3.86	65.03	1,219.60	8.66	18.95	20.82	0.89
1,283.00	4.71	67.42	1,282.43	10.55	23.26	25.53	1.38
1,347.00	6.38	72.61	1,346.12	12.61	29.08	31.69	2.73
1,410.00	7.58	66.99	1,408.66	15.27	36.25	39.34	2.21
1,474.00	8.08	66.82	1,472.06	18.69	44.27	48.05	0.78
1,549.00	9.20	66.05	1,546.21	23.20	54.60	59.32	1.50
1,612.00	9.15	58.80	1,608.40	27.84	63.48	69.31	1.84
1,676.00	8.77	59.24	1,671.82	32.97	72.03	79.17	0.60
1,740.00	10.10	67.37	1,734.76	37.62	81.40	89.61	2.94
1,803.00	10.54	65.94	1,798.74	42.10	91.76	100.89	0.81
1,867.00	11.37	68.90	1,859.57	46.76	102.99	113.05	1.57
1,930.00	12.63	69.39	1,921.20	51.42	115.23	126.14	2.01
1,994.00	13.45	67.83	1,983.54	56.69	128.68	140.58	1.39
2,058.00	13.48	67.59	2,045.79	62.34	142.47	155.48	0.10
2,121.00	14.26	68.43	2,106.95	67.99	156.47	170.56	1.28
2,184.00	14.42	66.99	2,167.99	73.91	170.91	186.18	0.62
2,248.00	14.50	65.70	2,229.96	80.32	185.54	202.16	0.52
2,312.00	14.59	64.08	2,291.91	87.14	200.10	218.22	0.65
2,375.00	15.97	66.49	2,352.68	94.07	215.18	234.80	2.41
2,439.00	15.29	67.79	2,414.31	100.77	231.07	252.05	1.20
2,502.00	16.22	67.37	2,474.95	107.30	246.88	269.15	1.49
2,565.00	17.58	66.60	2,535.22	114.46	263.73	287.46	2.19
2,629.00	18.00	67.68	2,596.16	122.06	281.75	307.02	0.83
2,693.00	19.24	69.94	2,656.81	129.43	300.80	327.44	2.24
2,756.00	21.44	70.09	2,715.86	136.91	321.38	348.32	3.49
2,820.00	20.42	69.01	2,775.86	144.89	342.81	372.16	1.70
2,883.00	18.61	69.40	2,835.00	152.41	362.57	393.30	2.56
2,947.00	19.29	68.61	2,895.49	159.89	382.08	414.18	0.85
3,011.00	20.73	69.85	2,955.63	167.65	402.55	436.07	2.35
3,074.00	21.17	68.56	3,014.47	175.65	423.61	458.58	1.01
3,137.00	20.88	68.00	3,073.27	184.01	444.61	481.18	0.56
3,201.00	20.14	67.66	3,133.21	192.44	465.39	503.60	1.16

Survey Report for #14X-22-46 DLB - Sperry MWD Surveys

Measured Depth (ft)	Inclination (°)	Azimuth (°)	Vertical Depth (ft)	+N-S (ft)	+E-W (ft)	Vertical Section (ft)	Dogleg Rate (°/100ft)
3,264.00	18.18	68.22	3,182.54	200.70	484.81	524.80	1.76
3,327.00	17.70	64.62	3,252.30	208.88	503.03	544.71	2.48
3,381.00	17.80	66.31	3,313.26	217.08	520.78	584.21	0.82
3,454.00	17.42	66.12	3,373.31	224.76	538.22	583.26	0.61
3,517.00	17.34	65.07	3,433.43	232.54	555.36	602.07	0.51
3,581.00	17.05	64.68	3,494.57	240.57	572.48	620.97	0.49
3,645.00	16.69	66.86	3,555.82	248.20	589.42	639.53	1.14
3,708.00	17.13	70.22	3,616.09	254.89	606.47	657.85	1.70
3,771.00	16.13	70.33	3,676.46	260.98	623.44	675.86	1.59
3,835.00	15.84	68.75	3,737.98	267.13	639.95	693.47	0.82
3,898.00	16.14	67.80	3,798.55	273.56	656.07	710.82	0.83
3,962.00	16.27	65.71	3,860.00	280.81	672.48	728.68	0.93
4,025.00	15.99	64.97	3,920.52	287.91	688.39	746.17	0.55
4,089.00	15.80	66.57	3,982.08	295.10	704.37	763.69	0.75
4,152.00	15.47	67.14	4,042.74	301.78	719.98	780.66	0.58
4,216.00	14.15	68.07	4,104.82	308.02	735.10	797.02	2.10
4,279.00	14.39	68.11	4,165.87	313.81	749.51	812.55	0.38
4,343.00	13.86	67.55	4,227.74	319.70	763.97	828.17	0.86
4,406.00	13.58	67.60	4,288.94	325.40	777.79	843.11	0.44
4,470.00	14.21	69.41	4,351.07	331.03	792.09	858.47	1.20
4,533.00	12.43	68.45	4,412.37	336.24	805.63	872.98	2.85
4,597.00	11.43	69.87	4,474.99	340.95	817.89	886.21	1.63
4,660.00	10.88	67.77	4,536.80	345.35	829.36	898.39	1.09
4,724.00	10.25	67.50	4,599.71	349.81	840.21	910.12	0.89
4,787.00	8.80	67.82	4,661.84	353.78	849.85	920.55	2.30
4,851.00	7.20	68.65	4,725.22	357.09	858.12	929.45	2.51
4,915.00	6.58	67.56	4,788.75	359.85	865.25	937.13	0.99
4,978.00	5.89	68.06	4,851.38	362.53	871.58	943.87	1.10
5,042.00	4.58	68.25	4,915.11	364.71	877.00	949.81	2.05
5,105.00	3.02	67.79	4,977.87	366.27	880.87	953.99	2.48
5,169.00	2.89	72.23	5,041.88	367.41	884.02	957.33	0.37
5,233.00	2.85	82.69	5,105.80	368.12	887.19	960.53	0.86
5,296.00	2.05	74.96	5,168.74	368.82	889.63	963.16	1.37
5,360.00	1.61	67.96	5,232.71	369.25	891.77	965.20	0.77
5,582.00	2.25	129.81	5,454.61	367.83	898.01	970.34	0.83
5,659.00	1.46	100.27	5,531.57	366.49	900.14	971.86	1.58
5,723.00	1.16	99.11	5,595.55	366.24	901.58	973.10	0.47
5,786.00	0.77	45.24	5,658.54	366.44	902.51	974.03	1.49
5,849.00	0.94	20.61	5,721.54	367.22	902.99	974.78	0.64
5,913.00	0.79	8.42	5,785.53	368.15	903.25	975.37	0.35
5,976.00	0.81	350.29	5,848.52	369.01	903.25	975.70	0.42
6,040.00	1.01	339.13	5,912.51	369.99	902.97	975.82	0.42
6,104.00	0.89	358.52	5,976.51	371.01	902.75	976.01	0.53
6,167.00	1.03	11.62	6,039.50	372.05	902.86	976.51	0.41
6,230.00	1.10	6.13	6,102.49	373.21	903.03	977.11	0.20
6,294.00	0.98	352.73	6,166.48	374.36	903.03	977.55	0.42
6,358.00	0.93	349.23	6,230.47	375.42	902.86	977.80	0.12
6,421.00	0.81	24.98	6,293.46	376.32	902.96	978.24	0.87
6,484.00	0.89	29.89	6,356.45	377.15	903.39	978.95	0.17
6,548.00	0.52	14.01	6,420.45	377.86	903.71	979.52	0.65
6,612.00	0.60	14.94	6,484.44	378.47	903.66	979.90	0.13

Survey Report for #14X-22-46 DLB - Sperry MWD Surveys

Measured Depth (ft)	Inclination (°)	Azimuth (°)	Vertical Depth (ft)	+N/-S (ft)	+E/-W (ft)	Vertical Section (ft)	Dogleg Rate (°/100ft)
6,675.00	0.45	30.76	6,547.44	379.00	904.07	980.30	0.33
6,739.00	0.43	28.62	6,611.44	379.43	904.32	980.68	0.04
6,803.00	0.43	29.02	6,675.44	379.85	904.55	981.06	0.00
6,866.00	0.21	348.34	6,738.44	380.17	904.64	981.27	0.48
6,930.00	0.18	68.27	6,802.44	380.32	904.71	981.39	0.39
6,993.00	0.83	13.65	6,865.43	380.80	904.81	981.76	1.18
7,057.00	1.05	18.95	6,929.43	381.80	905.21	982.42	0.37
7,120.00	0.87	355.48	6,992.42	382.83	905.36	982.95	0.68
7,184.00	0.95	4.00	7,056.41	383.84	905.36	983.34	0.25
7,303.00	0.68	355.93	7,175.40	385.53	905.38	984.00	0.25
Final Sperry MWD Survey							
7,355.00	0.68	355.93	7,227.39	386.14	905.33	984.20	0.00
Straight Line Projection to TD							

Survey Annotations

Measured Depth (ft)	Vertical Depth (ft)	Local Coordinates		Comment
		+N/-S (ft)	+E/-W (ft)	
0.00	0.00	0.00	0.00	Tie on to Surface
284.00	284.00	0.56	0.70	Final Sperry MWD Survey
7,303.00	7,175.40	385.53	905.38	Final Sperry MWD Survey
7,355.00	7,227.39	386.14	905.33	Straight Line Projection to TD

Vertical Section Information

Angle Type	Target	Azimuth (°)	Origin Type	Origin +N/-S (ft)	Origin +E/-W (ft)	Start TVD (ft)
Target	14-22-46 DLB_BHL Tgt	67.45	Slot	0.00	0.00	0.00

Survey tool program

From (ft)	To (ft)	Survey/Plan	Survey Tool
284.00	7,355.00	Sperry MWD Surveys	MWD

Targets

Target Name	Dip Angle (°)	Dip Dir. (°)	TVD (ft)	+N/-S (ft)	+E/-W (ft)	Northing (ft)	Easting (ft)	Latitude	Longitude
- hit/miles target									
- Shape									
14-22-46 DLB_BHL Tg	0.00	0.00	7,769.00	384.48	925.80	649,701.61	2,265,506.11	40° 6' 47.662 N	110° 33' 2.405 W
- survey misses target center by 542.00ft at 7355.00ft MD (7227.39 TVD, 386.14 N, 905.33 E)									
- Point									
14-22-46 DLB_Zone T1	0.00	0.00	5,274.00	384.48	925.80	649,701.61	2,265,506.11	40° 6' 47.662 N	110° 33' 2.405 W
- survey misses target center by 36.15ft at 5402.12ft MD (5274.81 TVD, 388.55 N, 892.89 E)									
- Circle (radius 200.00)									

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MINING

FORM 6

ENTITY ACTION FORM

Operator: Bill Barrett Corporation Operator Account Number: N 2165
Address: 1099 18th Street, Suite 2300
city Denver
state CO zip 80202 Phone Number: (303) 312-8134

Well 1

API Number	Well Name		QQ	Sec	Twp	Rng	County
4301350351	14X-22-46 DLB		SWSW	22	4S	6W	Duchesne
Action Code	Current Entity Number	New Entity Number	Spud Date			Entity Assignment Effective Date	
C	17604	17604				7/3/2010	
Comments: Entity formation change from WSTC to GR-WS. <div style="text-align: center;">BHL = SESW</div> <div style="text-align: right;">8/19/10 —</div>							

Well 2

API Number	Well Name		QQ	Sec	Twp	Rng	County
Action Code	Current Entity Number	New Entity Number	Spud Date			Entity Assignment Effective Date	
Comments:							

Well 3

API Number	Well Name		QQ	Sec	Twp	Rng	County
Action Code	Current Entity Number	New Entity Number	Spud Date			Entity Assignment Effective Date	
Comments:							

RECEIVED

AUG 09 2010

ACTION CODES:

- A - Establish new entity for new well (single well only)
- B - Add new well to existing entity (group or unit well)
- C - Re-assign well from one existing entity to another existing entity
- D - Re-assign well from one existing entity to a new entity
- E - Other (Explain in 'comments' section)

OIL, GAS & MINING Tracey Fallang

Name (Please Print)
Tracey Fallang

Digitally signed by Tracey Fallang
DN: cn=Tracey Fallang, o=Bill Barrett Corporation, ou, serial=14049688, email=tracey.fallang@barrettcorp.com, c=US
Date: 2010.08.09 11:05:25 -0500

Signature
Regulatory Analyst
Title

5/24/2010
Date

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING		FORM 9
SUNDRY NOTICES AND REPORTS ON WELLS Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.		5. LEASE DESIGNATION AND SERIAL NUMBER: 14-20-H62-6298
		6. IF INDIAN, ALLOTTEE OR TRIBE NAME: UTE
		7. UNIT or CA AGREEMENT NAME:
1. TYPE OF WELL Oil Well	8. WELL NAME and NUMBER: 14X-22-46 DLB	
2. NAME OF OPERATOR: BILL BARRETT CORP	9. API NUMBER: 43013503510000	
3. ADDRESS OF OPERATOR: 1099 18th Street Ste 2300 , Denver, CO, 80202	PHONE NUMBER: 303 312-8134 Ext	9. FIELD and POOL or WILDCAT: ALTAMONT
4. LOCATION OF WELL FOOTAGES AT SURFACE: 0277 FSL 1055 FWL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: SWSW Section: 22 Township: 04.0S Range: 06.0W Meridian: U		COUNTY: DUCHESNE
		STATE: UTAH

11.

CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION		
<input type="checkbox"/> NOTICE OF INTENT Approximate date work will start:	<input type="checkbox"/> ACIDIZE <input type="checkbox"/> CHANGE TO PREVIOUS PLANS <input type="checkbox"/> CHANGE WELL STATUS <input type="checkbox"/> DEEPEN <input type="checkbox"/> OPERATOR CHANGE <input type="checkbox"/> PRODUCTION START OR RESUME <input type="checkbox"/> REPERFORATE CURRENT FORMATION <input type="checkbox"/> TUBING REPAIR <input type="checkbox"/> WATER SHUTOFF <input type="checkbox"/> WILDCAT WELL DETERMINATION	<input type="checkbox"/> ALTER CASING <input type="checkbox"/> CHANGE TUBING <input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS <input type="checkbox"/> FRACTURE TREAT <input type="checkbox"/> PLUG AND ABANDON <input type="checkbox"/> RECLAMATION OF WELL SITE <input type="checkbox"/> SIDETRACK TO REPAIR WELL <input type="checkbox"/> VENT OR FLARE <input type="checkbox"/> SI TA STATUS EXTENSION <input checked="" type="checkbox"/> OTHER	<input type="checkbox"/> CASING REPAIR <input type="checkbox"/> CHANGE WELL NAME <input type="checkbox"/> CONVERT WELL TYPE <input type="checkbox"/> NEW CONSTRUCTION <input type="checkbox"/> PLUG BACK <input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION <input type="checkbox"/> TEMPORARY ABANDON <input type="checkbox"/> WATER DISPOSAL <input type="checkbox"/> APD EXTENSION OTHER: <input type="text" value="Earned Lease"/>
<input checked="" type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion: 11/22/2010			
<input type="checkbox"/> SPUD REPORT Date of Spud:			
<input type="checkbox"/> DRILLING REPORT Report Date:			

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

The Tribal lease has been earned for this well. The new lease number is
 14-20-H62-6298

Accepted by the
Utah Division of
Oil, Gas and Mining
FOR RECORD ONLY
 June 03, 2014

NAME (PLEASE PRINT) Christina Hirtler	PHONE NUMBER 303 312-8597	TITLE Administrative Assistant
SIGNATURE N/A	DATE 6/3/2014	

Effective Date: 11/1/2016

FORMER OPERATOR:	NEW OPERATOR:
Bill Barrett Corporation 1099 18th Street, Suite 2300 Denver, CO 80202	Rig II, LLC 1582 West 2600 South Woods Cross, UT 84087
CA Number(s):	Unit(s):

WELL INFORMATION:

Well Name	Sec	TWN	RNG	API	Entity	Mineral	Surface	Type	Status
See Attached List									

OPERATOR CHANGES DOCUMENTATION:

1. Sundry or legal documentation was received from the **FORMER** operator on: 10/21/2016
2. Sundry or legal documentation was received from the **NEW** operator on: 10/21/2016
3. New operator Division of Corporations Business Number: 8256968-0160

REVIEW:

1. Surface Agreement Sundry from **NEW** operator on Fee Surface wells received on: N/A
2. Receipt of Acceptance of Drilling Procedures for APD on: 10/21/2016
3. Reports current for Production/Disposition & Sundries: 11/2/2016
4. OPS/SI/TA well(s) reviewed for full cost bonding: 11/3/2016
5. UIC5 on all disposal/injection/storage well(s) approved on: 11/3/2016
6. Surface Facility(s) included in operator change: None
7. Inspections of PA state/fee well sites complete on (only upon operators request): 11/3/2016

NEW OPERATOR BOND VERIFICATION:

1. Federal well(s) covered by Bond Number: UTB000712
2. Indian well(s) covered by Bond Number: LPM 922467
3. State/fee well(s) covered by Bond Number(s): 9219529

DATA ENTRY:

1. Well(s) update in the **OGIS** on: 11/7/2016
2. Entity Number(s) updated in **OGIS** on: 11/7/2016
3. Unit(s) operator number update in **OGIS** on: N/A
4. Surface Facilities update in **OGIS** on: N/A
5. State/Fee well(s) attached to bond(s) in **RBDMS** on: 11/7/2016
6. Surface Facilities update in **RBDMS** on: N/A

COMMENTS:

From: Bill Barrett Corporation

To: Rig II, LLC

Effective 11/1/2016

Well Name	Sec	TWN	RNG	API Number	Entity	Mineral	Surface	Type	Status
SWD 9-36 BTR	9	030S	060W	4301350646	18077	Indian	Fee	WD	A
16-6D-46 BTR SWD	6	040S	060W	4301350781	18327	Indian	Fee	WD	A
6-32-36 BTR SWD	32	030S	060W	4301350921	18329	Indian	Fee	WD	A
LC TRIBAL 8-26D-47	26	040S	070W	4301334024		Indian	Indian	OW	APD
16-21D-37 BTR	21	030S	070W	4301350758		Indian	Fee	OW	APD
14-11D-37 BTR	11	030S	070W	4301350862		Indian	Fee	OW	APD
7-17D-46 BTR	17	040S	060W	4301350883		Indian	Indian	OW	APD
14-12D-37 BTR	12	030S	070W	4301350894		Indian	Fee	OW	APD
1-18D-36 BTR	18	030S	060W	4301350922		Indian	Fee	OW	APD
13-2D-45 BTR	2	040S	050W	4301350931		Indian	Indian	OW	APD
5H-16-46 BTR	16	040S	060W	4301350992		Indian	Indian	OW	APD
9H-17-45 BTR	17	040S	050W	4301351098		Indian	Indian	OW	APD
13H-8-46 BTR UB	8	040S	060W	4301351124		Indian	Indian	OW	APD
8H-9-46 BTR	9	040S	060W	4301351140		Indian	Indian	OW	APD
LC TRIBAL 7-31D-37	31	030S	070W	4301351147		Indian	Fee	OW	APD
14-16D-45 BTR	16	040S	050W	4301351178		Indian	Indian	OW	APD
16-19D-37 BTR	19	030S	070W	4301351179		Indian	Fee	OW	APD
6-2D-45 BTR	2	040S	050W	4301351234		Indian	Indian	OW	APD
2-2D-45 BTR	2	040S	050W	4301351235		Indian	Indian	OW	APD
10-26-35 BTR	26	030S	050W	4301351248		Indian	Fee	OW	APD
LC TRIBAL 1H-33-46	33	040S	060W	4301351257		Indian	Fee	OW	APD
LC TRIBAL 9-25D-46	25	040S	060W	4301351276		Indian	Indian	OW	APD
LC TRIBAL 8H-30-45	30	040S	050W	4301351277		Indian	Indian	OW	APD
LC TRIBAL 16H-30-45	30	040S	050W	4301351279		Indian	Indian	OW	APD
LC TRIBAL 13-30D-45	30	040S	050W	4301351282		Indian	Indian	OW	APD
LC TRIBAL 16H-36-46	36	040S	060W	4301351291		Indian	Indian	OW	APD
LC TRIBAL 13H-30-46	30	040S	060W	4301351321		Indian	Indian	OW	APD
LC TRIBAL 13H-31-46	31	040S	060W	4301351326		Indian	Indian	OW	APD
LC TRIBAL 16-31D-46	31	040S	060W	4301351328		Indian	Indian	OW	APD
LC TRIBAL 5H-26-47	26	040S	070W	4301351337		Indian	Indian	OW	APD
LC TRIBAL 5H-19-45	20	040S	050W	4301351349		Indian	Indian	OW	APD
LC TRIBAL 16-36D-47	36	040S	070W	4301351363		Indian	Indian	OW	APD
15-4D-47 BTR	4	040S	070W	4301351377		Indian	Fee	OW	APD
16-23D-46 LC TRIBAL	23	040S	060W	4301351396		Indian	Fee	OW	APD
15-2D-36 BTR	2	030S	060W	4301351419		Indian	Fee	OW	APD
16-23D-37 BTR	23	030S	070W	4301351420		Indian	Fee	OW	APD
11-9D-47 BTR	9	040S	070W	4301351422		Indian	Fee	OW	APD
15-13D-47 BTR	13	040S	070W	4301351424		Indian	Indian	OW	APD
LC TRIBAL 15-19D-46	19	040S	060W	4301351426		Indian	Indian	OW	APD
16-13D-45 BTR	13	040S	050W	4301351428		Indian	Indian	OW	APD

From: Bill Barrett Corporation

To: Rig II, LLC

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14-12D-45 BTR	12	040S	050W	4301351444		Indian	Indian	OW	APD
16-14D-45 BTR	14	040S	050W	4301351445		Indian	Indian	OW	APD
5-13D-45 BTR	13	040S	050W	4301351446		Indian	Indian	OW	APD
LC TRIBAL 16-26D-46	26	040S	060W	4301351450		Indian	State	OW	APD
LC TRIBAL 16-34D-46	34	040S	060W	4301351451		Indian	State	OW	APD
16-12D-45 BTR	12	040S	050W	4301351452		Indian	Indian	OW	APD
8-12D-45 BTR	12	040S	050W	4301351453		Indian	Indian	OW	APD
LC TRIBAL 1-35D-46	35	040S	060W	4301351454		Indian	Fee	OW	APD
16-25D-37 BTR	25	030S	070W	4301351455		Indian	Fee	OW	APD
LC TRIBAL 13H-29-46	28	040S	060W	4301351462		Indian	Fee	OW	APD
LC TRIBAL 14-30D-37	30	030S	070W	4301351494		Indian	Fee	OW	APD
7-13D-45 BTR	13	040S	050W	4301351497		Indian	Indian	OW	APD
LC TRIBAL 4H-35-46	35	040S	060W	4301351515		Indian	Fee	OW	APD
LC TRIBAL 13H-19-46	19	040S	060W	4301351543		Indian	Indian	OW	APD
16-26D-37 BTR	26	030S	070W	4301351598		Indian	Fee	OW	APD
LC TRIBAL 16-31D-37	31	030S	070W	4301351610		Indian	Fee	OW	APD
5-4-35 BTR	4	030S	050W	4301351613		Indian	Fee	OW	APD
LC TRIBAL 16-31D-47	31	040S	070W	4301351616		Indian	Indian	OW	APD
LC TRIBAL 13H-31-47	31	040S	070W	4301351617		Indian	Indian	OW	APD
LC TRIBAL 13-32D-47	32	040S	070W	4301351619		Indian	Indian	OW	APD
LC TRIBAL 16H-32-47	32	040S	070W	4301351620		Indian	Indian	OW	APD
LC TRIBAL 1-32D-47	32	040S	070W	4301351624		Indian	Indian	OW	APD
LC TRIBAL 4H-32-47	32	040S	070W	4301351625		Indian	Indian	OW	APD
LC TRIBAL 13-28D-47	28	040S	070W	4301351627		Indian	Indian	OW	APD
LC TRIBAL 13H-29-47	28	040S	070W	4301351628		Indian	Indian	OW	APD
LC TRIBAL 16H-28-47	28	040S	070W	4301351629		Indian	Indian	OW	APD
LC TRIBAL 1-28D-47	28	040S	070W	4301351639		Indian	Indian	OW	APD
LC TRIBAL 1H-27-47	28	040S	070W	4301351640		Indian	Indian	OW	APD
LC TRIBAL 4H-28-47	28	040S	070W	4301351641		Indian	Indian	OW	APD
LC TRIBAL 7-25D-58	25	050S	080W	4301351643		Indian	Indian	OW	APD
LC TRIBAL 6-25D-58	25	050S	080W	4301351644		Indian	Indian	OW	APD
LC TRIBAL 13H-24-58	24	050S	080W	4301351645		Indian	Indian	OW	APD
LC TRIBAL 16-24D-58	24	050S	080W	4301351646		Indian	Indian	OW	APD
LC Tribal 8-23D-46	23	040S	060W	4301351654		Indian	Fee	OW	APD
LC Tribal 16-35D-45	35	040S	050W	4301351656		Indian	Fee	OW	APD
LC Tribal 13H-35-45	35	040S	050W	4301351657		Indian	Fee	OW	APD
LC Tribal 16-36D-45	36	040S	050W	4301351658		Indian	Fee	OW	APD
LC Tribal 13H-36-45	36	040S	050W	4301351659		Indian	Fee	OW	APD
LC Tribal 5-36D-45	36	040S	050W	4301351661		Indian	Fee	OW	APD
LC Tribal 8-26D-46	26	040S	060W	4301351663		Indian	Fee	OW	APD
3-29D-36 BTR	29	030S	060W	4301351665		Indian	Fee	OW	APD

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LC Tribal 5-35D-45	35	040S	050W	4301351666	Indian	Fee	OW	APD
LC Tribal 5-24D-46	24	040S	060W	4301351668	Indian	Indian	OW	APD
LC TRIBAL 6-12D-58	12	050S	080W	4301351696	Indian	Indian	OW	APD
LC TRIBAL 8-12D-58	12	050S	080W	4301351697	Indian	Indian	OW	APD
LC TRIBAL 16H-22-47	21	040S	070W	4301351700	Indian	Indian	OW	APD
5-25D-37 BTR	25	030S	070W	4301351803	Indian	Fee	OW	APD
8-3D-36 BTR	3	030S	060W	4301351804	Indian	Fee	OW	APD
14-26D-37 BTR	26	030S	070W	4301351805	Indian	Fee	OW	APD
9-4-35 BTR	4	030S	050W	4301351806	Indian	Fee	OW	APD
11-4D-35 BTR	4	030S	050W	4301351807	Indian	Fee	OW	APD
16-27D-37 BTR	27	030S	070W	4301351808	Indian	Fee	OW	APD
14-27D-37 BTR	27	030S	070W	4301351809	Indian	Fee	OW	APD
14-16D-46 BTR	16	040S	060W	4301351812	Indian	Indian	OW	APD
LC Tribal 16-35D-48	35	040S	080W	4301351847	Indian	Indian	OW	APD
LC Tribal 13H-35-48	35	040S	080W	4301351848	Indian	Indian	OW	APD
LC Tribal 13-2D-58	11	050S	080W	4301351850	Indian	Indian	OW	APD
5-13D-36 BTR	13	030S	060W	4301351862	Indian	Fee	OW	APD
5-8D-36 BTR	8	030S	060W	4301351871	Indian	Fee	OW	APD
16-1D-36 BTR	1	030S	060W	4301351872	Indian	Fee	OW	APD
8-18D-46 BTR	18	040S	060W	4301351897	Indian	Fee	OW	APD
LC Tribal 5-36D-46	36	040S	060W	4301351905	Indian	Indian	OW	APD
LC Tribal 5-26D-45	26	040S	050W	4301351907	Indian	Indian	OW	APD
14-13D-45 BTR	13	040S	050W	4301351974	Indian	Indian	OW	APD
14-34D-46 DLB	34	040S	060W	4301351975	Indian	Fee	OW	APD
LC Tribal 5-21D-45	21	040S	050W	4301352001	Indian	Indian	OW	APD
LC Tribal 8-22D-45	22	040S	050W	4301352002	Indian	Indian	OW	APD
LC Tribal 8-25D-45	25	040S	050W	4301352007	Indian	Indian	OW	APD
LC Tribal 16-25D-45	25	040S	050W	4301352008	Indian	Indian	OW	APD
LC Tribal 16-22D-45	22	040S	050W	4301352009	Indian	Indian	OW	APD
LC Tribal 16-26D-45	26	040S	050W	4301352010	Indian	Indian	OW	APD
LC Tribal 14-31D-37	31	030S	070W	4301352016	Indian	Fee	OW	APD
5-12D-45 BTR	12	040S	050W	4301352030	Indian	Indian	OW	APD
LC Tribal 9-20D-45	20	040S	050W	4301352031	Indian	Indian	OW	APD
LC Tribal 13-35D-47	35	040S	070W	4301352055	Indian	Indian	OW	APD
LC Tribal 1-23D-47	23	040S	070W	4301352057	Indian	Indian	OW	APD
9-17D-46 BTR	17	040S	060W	4301352059	Indian	Indian	OW	APD
11-18D-46 BTR	18	040S	060W	4301352060	Indian	Indian	OW	APD
9-10D-47 BTR	10	040S	070W	4301352092	Indian	Fee	OW	APD
LC Tribal 1-17D-47	17	040S	070W	4301352096	Indian	Fee	OW	APD
7-35D-37 BTR	35	030S	070W	4301352115	Indian	Fee	OW	APD
14-25D-37 BTR	25	030S	070W	4301352116	Indian	Fee	OW	APD

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LC Tribal 5-25-46	25	040S	060W	4301352126	Indian	Indian	OW	APD
8-33D-35 BTR	33	030S	050W	4301352161	Indian	Fee	OW	APD
5-4D-36 BTR	4	030S	060W	4301352175	Indian	Fee	OW	APD
7-4D-36 BTR	4	030S	060W	4301352176	Indian	Fee	OW	APD
LC Tribal 4-36D-47	36	040S	070W	4301352186	Indian	Indian	OW	APD
LC Tribal 4-22D-46	22	040S	060W	4301352944	Indian	Indian	OW	APD
LC Tribal 16-22D-46	22	040S	060W	4301352945	Indian	Indian	OW	APD
LC Tribal 11-19D-46	19	040S	060W	4301352946	Indian	Indian	OW	APD
LC Tribal 7-20D-45	20	040S	050W	4301352947	Indian	Indian	OW	APD
15-11D-35 BTR	11	030S	050W	4301353056	Indian	Fee	OW	APD
13-11D-35 BTR	11	030S	050W	4301353057	Indian	Fee	OW	APD
BTR 16-36D-37	36	030S	070W	4301353059	Indian	Fee	OW	APD
4-29D-35 BTR	30	030S	050W	4301353060	Indian	Fee	OW	APD
1-30D-35 BTR	30	030S	050W	4301353061	Fee	Fee	OW	APD
LC TRIBAL 3-23D-46	23	040S	060W	4301353066	Indian	State	OW	APD
LC Tribal 14-23D-46	23	040S	060W	4301353067	Indian	State	OW	APD
LC Tribal 13-25D-46	25	040S	060W	4301353068	Indian	Indian	OW	APD
LC Tribal 14-26D-46	26	040S	060W	4301353069	Indian	State	OW	APD
LC Tribal 5-26D-46	26	040S	060W	4301353070	Indian	State	OW	APD
LC Tribal 11-35D-45	35	040S	050W	4301353071	Indian	State	OW	APD
LC Tribal 7-35D-45	35	040S	050W	4301353072	Indian	State	OW	APD
LC Tribal 3-35D-45	35	040S	050W	4301353075	Indian	State	OW	APD
LC Tribal 14-36D-45	36	040S	050W	4301353076	Indian	State	OW	APD
LC Tribal 13-36D-45	36	040S	050W	4301353077	Indian	State	OW	APD
LC Tribal 10-36D-45	36	040S	050W	4301353078	Indian	State	OW	APD
LC Tribal 8-36D-45	36	040S	050W	4301353079	Indian	State	OW	APD
LC Tribal 6-36D-45	36	040S	050W	4301353080	Indian	State	OW	APD
LC Tribal 1-34D-46	34	040S	060W	4301353081	Indian	State	OW	APD
LC Tribal 9-27D-46	27	040S	060W	4301353082	Indian	State	OW	APD
LC Tribal 13-35D-45	35	040S	050W	4301353083	Indian	State	OW	APD
LC Tribal 8-35D-45	35	040S	050W	4301353084	Indian	State	OW	APD
LC Tribal 15-35D-45	35	040S	050W	4301353085	Indian	State	OW	APD
LC Tribal 12-25D-45	25	040S	050W	4301353122	Indian	Indian	OW	APD
LC Tribal 14-25D-45	25	040S	050W	4301353123	Indian	Indian	OW	APD
LC Tribal 10-25D-45	25	040S	050W	4301353124	Indian	Indian	OW	APD
LC Tribal 11-26-45	26	040S	050W	4301353125	Indian	Indian	OW	APD
LC Tribal 13-26D-45	26	040S	050W	4301353126	Indian	Indian	OW	APD
LC Tribal 7-31D-46	31	040S	060W	4301353127	Indian	Indian	OW	APD
LC Tribal 7-19D-45	19	040S	050W	4301353128	Indian	Indian	OW	APD
LC Tribal 5-19D-45	19	040S	050W	4301353130	Indian	Indian	OW	APD
LC Tribal 7-25D-46	25	040S	060W	4301353132	Indian	Indian	OW	APD

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LC Tribal 7-24D-46	24	040S	060W	4301353134		Indian	Indian	OW	APD
LC Tribal 14-31D-46	31	040S	060W	4301353135		Indian	Indian	OW	APD
LC Tribal 14-30D-46	30	040S	060W	4301353136		Indian	Indian	OW	APD
13-4-35 BTR SWD	4	030S	050W	4301353293		Fee	Fee	OW	APD
LC FEE 14-26D-47	26	040S	070W	4301353294		Fee	Indian	OW	APD
LC Fee 5-25D-47	25	040S	070W	4301353295		Fee	Indian	OW	APD
7-35-46 LC SWD	35	040S	060W	4301353296		Fee	Fee	OW	APD
LC Fee 1H-33-47	32	040S	070W	4301353309		Fee	Indian	OW	APD
LC FEE 14-2D-58	2	050S	080W	4301353312		Fee	Indian	OW	APD
LC FEE 13H-21-47	21	040S	070W	4301353313		Fee	Indian	OW	APD
LC Fee 16-21D-47	21	040S	070W	4301353326		Fee	Indian	OW	APD
16-7D-46 BTR	7	040S	060W	4301353328		Fee	Indian	OW	APD
LC Fee 15-26D-47	26	040S	070W	4301353331		Fee	Indian	OW	APD
LC Fee 4-24D-47	23	040S	070W	4301353332		Fee	Indian	OW	APD
LC Fee 5-34D-47	34	040S	070W	4301353333		Fee	Indian	OW	APD
LC Fee 5-35D-47	35	040S	070W	4301353334		Fee	Indian	OW	APD
13-34D-47 LC Fee	34	040S	070W	4301353337		Fee	Indian	OW	APD
14-35D-35 BTR	35	030S	050W	4301352120		Fee	Fee	OW	DRL
6-17D-46 BTR	17	040S	060W	4301351078		Indian	Indian	OW	OPS
5-34D-35 BTR	34	030S	050W	4301351187		Indian	Fee	OW	OPS
5-10D-45 BTR	10	040S	050W	4301351221		Indian	Indian	OW	OPS
5-3D-45 BTR	3	040S	050W	4301351810		Indian	Indian	OW	OPS
9-34D-35 BTR	34	030S	050W	4301352117		Fee	Fee	OW	OPS
5-35D-35 BTR	35	030S	050W	4301352118		Fee	Fee	OW	OPS
1-2D-46 BTR	2	040S	060W	4301353086		Indian	Fee	OW	OPS
7-21-46 DLB	21	040S	060W	4301333567	16526	Indian	Indian	OW	P
LC TRIBAL 1H-27-46	27	040S	060W	4301333568	18175	Indian	Fee	GW	P
7-29-46 DLB	29	040S	060W	4301333584	17603	Indian	Fee	GW	P
LC TRIBAL 12H-28-46	28	040S	060W	4301333631	18132	Indian	Indian	GW	P
LC TRIBAL 13H-21-46	21	040S	060W	4301333632	18107	Indian	Indian	GW	P
12-36-36 BTR	36	030S	060W	4301333638	16336	Indian	Fee	GW	P
5-5-46 BTR	5	040S	060W	4301333639	16542	Indian	Fee	OW	P
5-23-36 BTR	23	030S	060W	4301333642	16675	Indian	Fee	GW	P
14-29-36 BTR	29	030S	060W	4301333643	16725	Indian	Fee	OW	P
14-30-36 BTR	30	030S	060W	4301333644	16701	Indian	Fee	GW	P
7-20-46 DLB	20	040S	060W	4301333657	16584	Indian	Indian	OW	P
LC TRIBAL 5-21D-46	21	040S	060W	4301333658	18887	Indian	Indian	OW	P
5-20-46 DLB	20	040S	060W	4301333659	18750	Indian	Indian	GW	P
LC TRIBAL 13H-20-46	20	040S	060W	4301333678	17979	Indian	Indian	GW	P
14-7-46 BTR	7	040S	060W	4301333806	16890	Indian	Indian	GW	P
7-8-45 BTR	8	040S	050W	4301333820	16974	Indian	Indian	OW	P

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To: Rig II, LLC

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1-5-45 BTR	5	040S	050W	4301333868	16931	Indian	Indian	OW	P
5-16-36 BTR	16	030S	060W	4301333970	17195	Indian	Fee	OW	P
5-29-36 BTR	29	030S	060W	4301333972	17557	Indian	Fee	OW	P
4-30-36 BTR	30	030S	060W	4301333973	17249	Indian	Fee	OW	P
7-19-46 DLB	19	040S	060W	4301334004	19018	Indian	Indian	OW	P
5-25-36 BTR	25	030S	060W	4301334021	17126	Fee	Fee	OW	P
5-4-45 BTR	4	040S	050W	4301334089	17507	Indian	Indian	OW	P
13-2-46 BTR	2	040S	060W	4301334090	18618	Indian	Indian	OW	P
2-3-45 BTR	3	040S	050W	4301334099	17932	Indian	Indian	OW	P
7-6-45 BTR	6	040S	050W	4301334100	17653	Indian	Indian	OW	P
1-9-45 BTR	9	040S	050W	4301334101	17910	Indian	Indian	OW	P
8-10-45 BTR	10	040S	050W	4301334102	17530	Indian	Indian	OW	P
7-17-45 BTR	17	040S	050W	4301334104	17933	Indian	Indian	OW	P
16-7-45 BTR	7	040S	050W	4301334111	17665	Indian	Indian	OW	P
15-18-45 BTR	18	040S	050W	4301334112	17832	Indian	Indian	OW	P
6-12-46 BTR	12	040S	060W	4301334114	17964	Indian	Indian	OW	P
5-13-46 BTR	13	040S	060W	4301334115	17833	Indian	Indian	OW	P
16-26-36 BTR	26	030S	060W	4301334132	18028	Indian	Fee	OW	P
1-23-36 BTR	23	030S	060W	4301334136	17722	Indian	Fee	OW	P
15-10-36 BTR	10	030S	060W	4301334277	17419	Indian	Fee	OW	P
14-5-46 BTR	5	040S	060W	4301350307	17624	Fee	Fee	OW	P
14X-22-46 DLB	22	040S	060W	4301350351	17604	Indian	Indian	OW	P
16-13-36 BTR	13	030S	060W	4301350372	17853	Indian	Fee	OW	P
5-33-46 DLB	33	040S	060W	4301350397	17765	Indian	Fee	OW	P
5-34-46 DLB	34	040S	060W	4301350415	17801	Indian	State	GW	P
LC FEE 12H-32-46	32	040S	060W	4301350431	18003	Fee	Fee	OW	P
1-13D-47 BTR	13	040S	070W	4301350445	18205	Indian	Fee	OW	P
16-8D-45 BTR	8	040S	050W	4301350466	18799	Indian	Indian	OW	P
7-13D-46 BTR	13	040S	060W	4301350470	18076	Indian	Indian	OW	P
14-8D-45 BTR	8	040S	050W	4301350567	18207	Indian	Indian	OW	P
14-5D-45 BTR	5	040S	050W	4301350568	18108	Indian	Indian	OW	P
16-31D-36 BTR	31	030S	060W	4301350573	18004	Indian	Fee	OW	P
5-7D-46 BTR	7	040S	060W	4301350574	18176	Indian	Indian	OW	P
LC TRIBAL 13H-33-46	34	040S	060W	4301350575	18223	Indian	State	OW	P
5-8-45 BTR	8	040S	050W	4301350607	18279	Indian	Indian	OW	P
16-6D-45 BTR	6	040S	050W	4301350610	18177	Indian	Indian	OW	P
5-18D-45 BTR	18	040S	050W	4301350611	18300	Indian	Indian	OW	P
7-26-37 BTR	26	030S	070W	4301350641	18131	Indian	Fee	OW	P
3-11D-36 BTR	11	030S	060W	4301350642	18299	Indian	Fee	OW	P
16-1D-46 BTR	1	040S	060W	4301350675	18525	Indian	Indian	OW	P
14-3-45 BTR	3	040S	050W	4301350676	18363	Indian	Indian	OW	P

From: Bill Barrett Corporation

To: Rig II, LLC

Effective 11/1/2016

4-17D-45 BTR	17	040S	050W	4301350687	18517	Indian	Indian	OW	P
5-6D-45 BTR	6	040S	050W	4301350688	18726	Indian	Indian	OW	P
7-7D-45 BTR	7	040S	050W	4301350689	18380	Indian	Indian	OW	P
14-10D-45 BTR	10	040S	050W	4301350754	18447	Indian	Indian	OW	P
14-9D-45 BTR	9	040S	050W	4301350755	18379	Indian	Indian	OW	P
13-16D-36 BTR	16	030S	060W	4301350757	18206	Indian	State	OW	P
5-9D-36 BTR	9	030S	060W	4301350843	18381	Indian	Fee	OW	P
16-5D-46 BTR	5	040S	060W	4301350844	18280	Fee	Fee	OW	P
5-27D-37 BTR	27	030S	070W	4301350847	18526	Indian	Fee	OW	P
7-4D-45 BTR	4	040S	050W	4301350884	18562	Indian	Indian	OW	P
2-16D-45 BTR	16	040S	050W	4301350899	18619	Indian	Indian	OW	P
16-10D-45 BTR	10	040S	050W	4301350902	18725	Indian	Indian	OW	P
5-2D-36 BTR	2	030S	060W	4301350913	18886	Indian	Fee	OW	P
13H-27-36 BTR	27	030S	060W	4301350918	18445	Indian	State	OW	P
8-16D-46 BTR	16	040S	060W	4301350953	19027	Indian	Indian	OW	P
16-16D-46 BTR	16	040S	060W	4301350956	19028	Indian	Indian	OW	P
16-9D-45 BTR	9	040S	050W	4301350962	18662	Indian	Indian	OW	P
14-31D-36 BTR	31	030S	060W	4301350973	18524	Indian	Fee	OW	P
5-10D-36 BTR	10	030S	060W	4301350978	18989	Indian	Fee	OW	P
1-32D-36 BTR	32	030S	060W	4301350979	18648	Indian	Fee	OW	P
16-12D-36 BTR	12	030S	060W	4301350980	18748	Indian	Fee	OW	P
2-18D-45 BTR	18	040S	050W	4301350991	18776	Indian	Indian	OW	P
3-1-46 BTR	1	040S	060W	4301351017	18777	Indian	Fee	OW	P
10-5-45 BTR	5	040S	050W	4301351062	18724	Indian	Indian	OW	P
12-4D-45 BTR	4	040S	050W	4301351063	18813	Indian	Indian	OW	P
1-10D-45 BTR	10	040S	050W	4301351064	18966	Indian	Indian	OW	P
16-2D-46 BTR	2	040S	060W	4301351079	18830	Indian	Indian	OW	P
9H-4-45 BTR	4	040S	050W	4301351092	18814	Indian	Indian	OW	P
12-17-45 BTR	17	040S	050W	4301351097	18984	Indian	Indian	OW	P
5-9D-46 BTR	9	040S	060W	4301351109	19313	Indian	Fee	OW	P
14-9D-36 BTR	9	030S	060W	4301351144	19004	Indian	Fee	OW	P
5-31D-36 BTR	31	030S	060W	4301351146	18691	Indian	Fee	OW	P
4-9D-45 BTR	9	040S	050W	4301351157	18883	Indian	Indian	OW	P
8-12D-46 BTR	12	040S	060W	4301351159	18911	Indian	Indian	OW	P
LC TRIBAL 16-23D-47	23	040S	070W	4301351180	18617	Indian	Indian	OW	P
14-7D-45 BTR	7	040S	050W	4301351222	18949	Indian	Indian	OW	P
5-16D-45 BTR	16	040S	050W	4301351223	18987	Indian	Indian	OW	P
4-5D-45 BTR	5	040S	050W	4301351242	18882	Indian	Indian	OW	P
LC TRIBAL 16H-19-45	19	040S	050W	4301351278	18627	Indian	Indian	OW	P
LC TRIBAL 13-19D-45	19	040S	050W	4301351280	18628	Indian	Indian	OW	P
LC TRIBAL 5-30D-45	30	040S	050W	4301351281	19448	Indian	Indian	OW	P

From: Bill Barrett Corporation

To: Rig II, LLC

Effective 11/1/2016

LC TRIBAL 15-24D-46	24	040S	060W	4301351283	18626	Indian	Indian	OW	P
LC TRIBAL 13H-24-46	19	040S	050W	4301351289	18629	Indian	Indian	OW	P
7-16-47 BTR	16	040S	070W	4301351296	18950	Indian	Fee	OW	P
14-18D-45 BTR	18	040S	050W	4301351313	19005	Indian	Indian	OW	P
LC TRIBAL 16-30D-46	30	040S	060W	4301351320	19006	Indian	Indian	OW	P
LC TRIBAL 5-20D-45	20	040S	050W	4301351331	19449	Indian	Indian	OW	P
11-8D-46 BTR	8	040S	060W	4301351336	19314	Indian	Indian	OW	P
5-7D-45 BTR	7	040S	050W	4301351350	18951	Indian	Indian	OW	P
7-5-35 BTR	5	030S	050W	4301351599	19078	Indian	Fee	OW	P
13-5D-35 BTR	5	030S	050W	4301351600	18996	Indian	Fee	OW	P
11-5D-35 BTR	5	030S	050W	4301351601	19061	Fee	Fee	OW	P
15-5D-35 BTR	5	030S	050W	4301351602	19062	Fee	Fee	OW	P
9-5D-35 BTR	5	030S	050W	4301351609	19029	Indian	Fee	OW	P
3-5D-35 BTR	5	030S	050W	4301351638	19079	Indian	Fee	OW	P
7-8-46 BTR	8	040S	060W	4301351702	19315	Indian	Indian	OW	P
7-30-46 DLB	30	040S	060W	4301351703	18997	Fee	Indian	OW	P
3-13D-46 BTR	13	040S	060W	4301351718	18881	Indian	Indian	OW	P
2-13D-46 BTR	13	040S	060W	4301351719	18885	Indian	Indian	OW	P
12-12D-46 BTR	12	040S	060W	4301351720	18867	Indian	Indian	OW	P
10-12D-46 BTR	12	040S	060W	4301351721	18856	Indian	Indian	OW	P
11-11D-47 BTR	11	040S	070W	4301352091	19633	Fee	Fee	OW	P
7-12D-47 BTR	12	040S	070W	4301352094	19600	Indian	Fee	OW	P
5-12D-47 BTR	12	040S	070W	4301352095	19634	Indian	Fee	OW	P
14-33D-35 BTR	33	030S	050W	4301352162	19450	Indian	Fee	OW	P
16-33D-35 BTR	33	030S	050W	4301352163	19451	Indian	Fee	OW	P
14-22-46 DLB	22	040S	060W	4301333660	17604	Indian	Indian	D	PA
13H-31-36 BTR	31	030S	060W	4301350465	18485	Indian	Fee	OW	PA
16X-23D-36 BTR	23	030S	060W	4301350623	18007	Indian	State	OW	PA
8-6-45 BTR	6	040S	050W	4301350900	18561	Indian	Indian	OW	PA
13-13-36 BTR	13	030S	060W	4301350919	18364	Indian	Fee	OW	PA
7-28-46 DLB	28	040S	060W	4301333569	16460	Indian	Indian	OW	S
5-21-36 BTR	21	030S	060W	4301333641	16674	Indian	Fee	GW	S
13-26-36 BTR	26	030S	060W	4301333980	17569	Indian	Fee	OW	S
14-1-46 BTR	1	040S	060W	4301334113	18516	Indian	Indian	OW	S
16-21-36 BTR	21	030S	060W	4301334130	17721	Indian	Fee	OW	S
14-21-36 BTR	21	030S	060W	4301334131	18006	Indian	Fee	OW	S
7-16-36 BTR	16	030S	060W	4301334133	17834	Indian	Fee	OW	S
1-30-36 BTR	30	030S	060W	4301334134	17905	Indian	Fee	OW	S
16-30-36 BTR	30	030S	060W	4301334135	18005	Indian	Fee	OW	S
3-23-36 BTR	23	030S	060W	4301334137	17860	Indian	Fee	OW	S
16-16-36 BTR	16	030S	060W	4301334138	17666	Indian	Fee	OW	S

From: Bill Barrett Corporation

To: Rig II, LLC

Effective 11/1/2016

4-26-36 BTR	26	030S	060W	4301334139	17620	Fee	Fee	OW	S
9-11-36 BTR	11	030S	060W	4301334276	17451	Indian	Fee	OW	S
3-36-36 BTR	36	030S	060W	4301350398	17955	Indian	Fee	OW	S
7-10-36 BTR	10	030S	060W	4301350437	18052	Indian	Fee	OW	S
16-12D-46 BTR	12	040S	060W	4301350467	18051	Indian	Indian	OW	S
13H-13-46 BTR	13	040S	060W	4301350468	18208	Indian	Indian	OW	S
13-12-46 BTR	12	040S	060W	4301350469	18233	Indian	Indian	OW	S
14-8D-36 BTR	8	030S	060W	4301350612	18163	Indian	Fee	OW	S
14-7D-36 BTR	7	030S	060W	4301350613	18330	Indian	Fee	OW	S
16-9-36 BTR	9	030S	060W	4301350645	18078	Indian	Fee	OW	S
7-27-37 BTR	27	030S	070W	4301350647	18090	Indian	Fee	OW	S
16-12D-37 BTR	12	030S	070W	4301350785	18446	Indian	Fee	OW	S
14-21D-37 BTR	21	030S	070W	4301350859	18548	Indian	Fee	OW	S
10-18D-36 BTR	18	030S	060W	4301350915	18884	Indian	Fee	OW	S
5-27D-36	27	030S	060W	4301350917	18482	Indian	State	OW	S
10-36D-36 BTR	36	030S	060W	4301351005	18523	Indian	Fee	OW	S
14-6D-45 BTR	6	040S	050W	4301351158	18967	Indian	Indian	OW	S
5H-1-46 BTR UTELAND BUTTE	6	040S	050W	4301351215	18728	Indian	Indian	OW	S
5H-1-46 BTR WASATCH	6	040S	050W	4301351216	18727	Indian	Indian	OW	S
1-25D-36 BTR	25	030S	060W	4301351294	18798	Indian	Fee	OW	S
5-5D-35 BTR	5	030S	050W	4301351605	19055	Indian	Fee	OW	S
16-23-36 BTR	23	030S	060W	4301333971	17182	Indian	Fee	OW	TA
LC TRIBAL 14-23D-47	23	040S	070W	4301334022	18616	Indian	Indian	OW	TA
5-32D-36 BTR	32	030S	060W	4301350756	18328	Indian	Fee	OW	TA



October 20, 2016

Re: Bill Barrett Corporation Transfer to New Operator

Dear Ms. Medina:

Attached please find the change of operation Form 9, Form 5's and Request to Transfer APD form changing the operator from Bill Barrett Corporation to RIG II, LLC, effective 11/1/2016. Badlands Energy – Utah, LLC will be a sub-operator.

New Operator Contact information:

RIG II, LLC
1582 West 2600 South
Woods Cross, Utah 84087-0298
Telephone: (801) 683-4245
Fax: (801) 298-9889

Upon reviewing the attached, please contact myself with any questions at 303-312-8115.

Sincerely,

Bill Barrett Corporation

Brady Riley
Permit Analyst

RECEIVED
OCT 21 2016
DIV. OF OIL, GAS & MINING

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MINING

FORM 9

SUNDRY NOTICES AND REPORTS ON WELLS

Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.

5. LEASE DESIGNATION AND SERIAL NUMBER:
(see attached well list)

6. IF INDIAN, ALLOTTEE OR TRIBE NAME:

N/A

7. UNIT or CA AGREEMENT NAME:

8. WELL NAME and NUMBER:
(see attached well list)

9. API NUMBER:

10. FIELD AND POOL, OR WILDCAT:

1. TYPE OF WELL

OIL WELL ☒

GAS WELL ☐

OTHER

2. NAME OF OPERATOR:

RIG II, LLC

N4055

3. ADDRESS OF OPERATOR:

1582 West 2600 South

CITY Wood Cross

STATE UT

ZIP 84087

PHONE NUMBER:

(801) 683-4245

4. LOCATION OF WELL

FOOTAGES AT SURFACE: (see attached well list)

COUNTY:

QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN:

STATE:

UTAH

11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION

TYPE OF ACTION

☒ NOTICE OF INTENT
(Submit in Duplicate)

Approximate date work will start:

11/1/2016

☐ SUBSEQUENT REPORT
(Submit Original Form Only)

Date of work completion:

☐ ACIDIZE

☐ ALTER CASING

☐ CASING REPAIR

☐ CHANGE TO PREVIOUS PLANS

☐ CHANGE TUBING

☐ CHANGE WELL NAME

☐ CHANGE WELL STATUS

☐ COMINGLE PRODUCING FORMATIONS

☐ CONVERT WELL TYPE

☐ DEEPEN

☐ FRACTURE TREAT

☐ NEW CONSTRUCTION

☒ OPERATOR CHANGE

☐ PLUG AND ABANDON

☐ PLUG BACK

☐ PRODUCTION (START/RESUME)

☐ RECLAMATION OF WELL SITE

☐ RECOMPLETE - DIFFERENT FORMATION

☐ REPERFORATE CURRENT FORMATION

☐ SIDETRACK TO REPAIR WELL

☐ TEMPORARILY ABANDON

☐ TUBING REPAIR

☐ VENT OR FLARE

☐ WATER DISPOSAL

☐ WATER SHUT-OFF

☐ OTHER:

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

RIG II, LLC IS SUBMITTING THIS SUNDRY AS NOTIFICATION THAT THE WELLS LISTED ON THE ATTACHED LIST HAVE BEEN SOLD TO RIG II, LLC BY BILL BARRETT CORPORATION EFFECTIVE 11/1/2016. PLEASE REFER ALL FUTURE CORRESPONDENCE TO THE ADDRESS BELOW.

RIG II, LLC

1582 West 2600 South

Woods Cross, Utah 84087-0298

801-683-4245

(STATE/FEE BOND # 9219529/ BLM BOND # UTB000712/ BIA BOND # LPM9224670)

BILL BARRETT CORPORATION N4165

Duane Zavala

NAME (PLEASE PRINT)

Duane Zavala

SIGNATURE

Senior Vice President -

EH&S, Government and Regulatory Affairs

RIG II, LLC

Jesse McSwain

NAME (PLEASE PRINT)

Jesse McSwain

SIGNATURE

Manager

NAME (PLEASE PRINT) Jesse McSwain

TITLE Manager

SIGNATURE

Jesse McSwain

DATE

10/20/16

(This space for State use only)

APPROVED

NOV 07 2016

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MINING

Request to Transfer Application or Permit to Drill

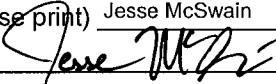
(This form should accompany a Sundry Notice, Form 9, requesting APD transfer)

Well name:	(See attached list)
API number:	
Location:	Qtr-Qtr: Section: Township: Range:
Company that filed original application:	Bill Barrett Corporation
Date original permit was issued:	
Company that permit was issued to:	Bill Barrett Corporation

Check one	Desired Action:
	Transfer pending (unapproved) Application for Permit to Drill to new operator
	The undersigned as owner with legal rights to drill on the property, hereby verifies that the information as submitted in the pending Application for Permit to Drill, remains valid and does not require revision. The new owner of the application accepts and agrees to the information and procedures as stated in the application.
<input checked="" type="checkbox"/>	Transfer approved Application for Permit to Drill to new operator
	The undersigned as owner with legal rights to drill on the property as permitted, hereby verifies that the information as submitted in the previously approved application to drill, remains valid and does not require revision.

Following is a checklist of some items related to the application, which should be verified.	Yes	No
If located on private land, has the ownership changed?	<input checked="" type="checkbox"/>	<input type="checkbox"/>
<input type="checkbox"/> If so, has the surface agreement been updated?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
Have any wells been drilled in the vicinity of the proposed well which would affect the spacing or siting requirements for this location?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
Have there been any unit or other agreements put in place that could affect the permitting or operation of this proposed well?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
Have there been any changes to the access route including ownership or right-of-way, which could affect the proposed location?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
Has the approved source of water for drilling changed?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
Have there been any physical changes to the surface location or access route which will require a change in plans from what was discussed at the onsite evaluation?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
Is bonding still in place, which covers this proposed well? Bond No. <small>9219529-LUDGM / UTB000712-BLM / LPM9224670-BIA</small>	<input checked="" type="checkbox"/>	<input type="checkbox"/>

Any desired or necessary changes to either a pending or approved Application for Permit to Drill that is being transferred, should be filed on a Sundry Notice, Form 9, or amended Application for Permit to Drill, Form 3, as appropriate, with necessary supporting information as required.

Name (please print) Jesse McSwain Title Manager
Signature  Date 10/20/16
Representing (company name) RIG II, LLC

The person signing this form must have legal authority to represent the company or individual(s) to be listed as the new operator on the Application for Permit to Drill.

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MINING

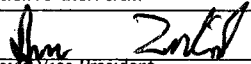
UIC FORM 5

TRANSFER OF AUTHORITY TO INJECT

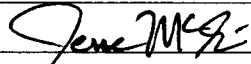
Well Name and Number 6-32-36 BTR SWD	API Number 4301350921
Location of Well Footage : 1628 FNL 1553 FWL County : DUCHENSE QQ, Section, Township, Range: SENW 32 3S 6W State : UTAH	Field or Unit Name CEDAR RIM Lease Designation and Number 2OG0005608

EFFECTIVE DATE OF TRANSFER: 11/1/2016

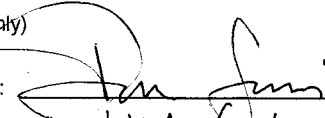
CURRENT OPERATOR

Company: <u>BILL BARRETT CORPORATION</u>	Name: <u>Duane Zavadii</u>
Address: <u>1099 18th Street Ste 2300</u>	Signature: <u></u>
city <u>DENVER</u> state <u>CO</u> zip <u>80202</u>	Title: <u>Senior Vice President -</u>
Phone: <u>(303) 293-9100</u>	Title: <u>EH&S, Government and Regulatory Affairs</u>
Comments:	Date: <u>10/20/16</u>

NEW OPERATOR

Company: <u>RIG II, LLC</u>	Name: <u>Jesse McSwain</u>
Address: <u>1582 West 2600 South</u>	Signature: <u></u>
city <u>Wood Cross</u> state <u>UT</u> zip <u>84087</u>	Title: <u>Manager</u>
Phone: <u>(801) 683-4245</u>	Date: <u>10/20/16</u>
Comments:	

(This space for State use only)

Transfer approved by: 
Title: UIC Geologist

Approval Date: 11/3/16

Comments:

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MINING

UIC FORM 5

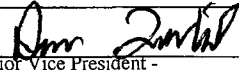
TRANSFER OF AUTHORITY TO INJECT

Well Name and Number 16-6D-46 BTR SWD	API Number 4301350781
Location of Well Footage : 0200 FSL 0099 FEL County : DUCHESNE QQ, Section, Township, Range: SESE 6 4S 6W State : UTAH	Field or Unit Name ALTAMONT Lease Designation and Number 20G0005608

EFFECTIVE DATE OF TRANSFER: 11/1/2016

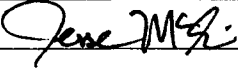
CURRENT OPERATOR

Company: BILL BARRETT CORPORATION
Address: 1099 18th Street Ste 2300
city DENVER state CO zip 80202
Phone: (303) 293-9100
Comments:


Name: Duane Zavadii
Signature: 
Senior Vice President -
Title: EH&S, Government and Regulatory Affairs
Date: 10/20/16

NEW OPERATOR

Company: RIG II, LLC
Address: 1582 West 2600 South
city Wood Cross state UT zip 84087
Phone: (801) 683-4245
Comments:

Name: Jesse McSwain
Signature: 
Title: Manager
Date: 10/20/16

(This space for State use only)

Transfer approved by: 
Title: VIC

Approval Date: 11/3/16

Comments:

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MINING

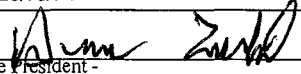
UIC FORM 5

TRANSFER OF AUTHORITY TO INJECT

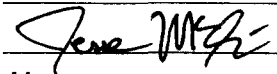
Well Name and Number SWD 9-36 BTR	API Number 4301350646
Location of Well Footage : 0539 FSL 0704 FEL County : DUCHESNE QQ, Section, Township, Range: SESE 9 3S 6W State : UTAH	Field or Unit Name CEDAR RIM Lease Designation and Number 2OG0005608

EFFECTIVE DATE OF TRANSFER: 11/1/2016

CURRENT OPERATOR

Company: BILL BARRETT CORPORATION	Name: Duane Zavadii
Address: 1099 18th Street Ste 2300	Signature: 
city DENVER state CO zip 80202	Title: Senior Vice President - EH&S, Government and Regulatory Affairs
Phone: (303) 293-9100	Date: 10/20/16
Comments:	

NEW OPERATOR

Company: RIG II, LLC	Name: Jesse McSwain
Address: 1582 West 2600 South	Signature: 
city Wood Cross state UT zip 84087	Title: Manager
Phone: (801) 683-4245	Date: 10/20/16
Comments:	

(This space for State use only)

Transfer approved by: _____ Approval Date: _____

Title: _____

Comments:

*This well was approved by USEPA.
EPA approval will be required.*